

BONUS ULTIMATE VISION STORY INSIDE!

ULTIMATE SPIDER-MAN®

ISSUE

87



SILVER SABLE: PART 2

BENDIS
BAGLEY
HANNA

MARVEL®

PREVIOUSLY

ULTIMATE SPIDER-MAN



The bite of a genetically altered spider granted high school student Peter Parker incredible, arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power must also come great responsibility...

Having recently broken up with his girlfriend Mary Jane Watson, Peter Parker thought life couldn't get any worse. Little did he know that while his personal life crumbled around him, his life as Spider-Man would become more complicated and dangerous than ever before, when the dangerous mercenary group The Wild Pack, lead by the beautiful and deadly Silver Sable, is hired to capture Spider-Man!

The Pack tracks Spider-Man to Midtown High School, and as Spidey changes out of his costume, the mercenaries make their move! Back at the Wild Pack's makeshift base, Silver Sable quickly deduces that the boy they've captured isn't really Spider-Man—just a high school student named Flash Thompson!

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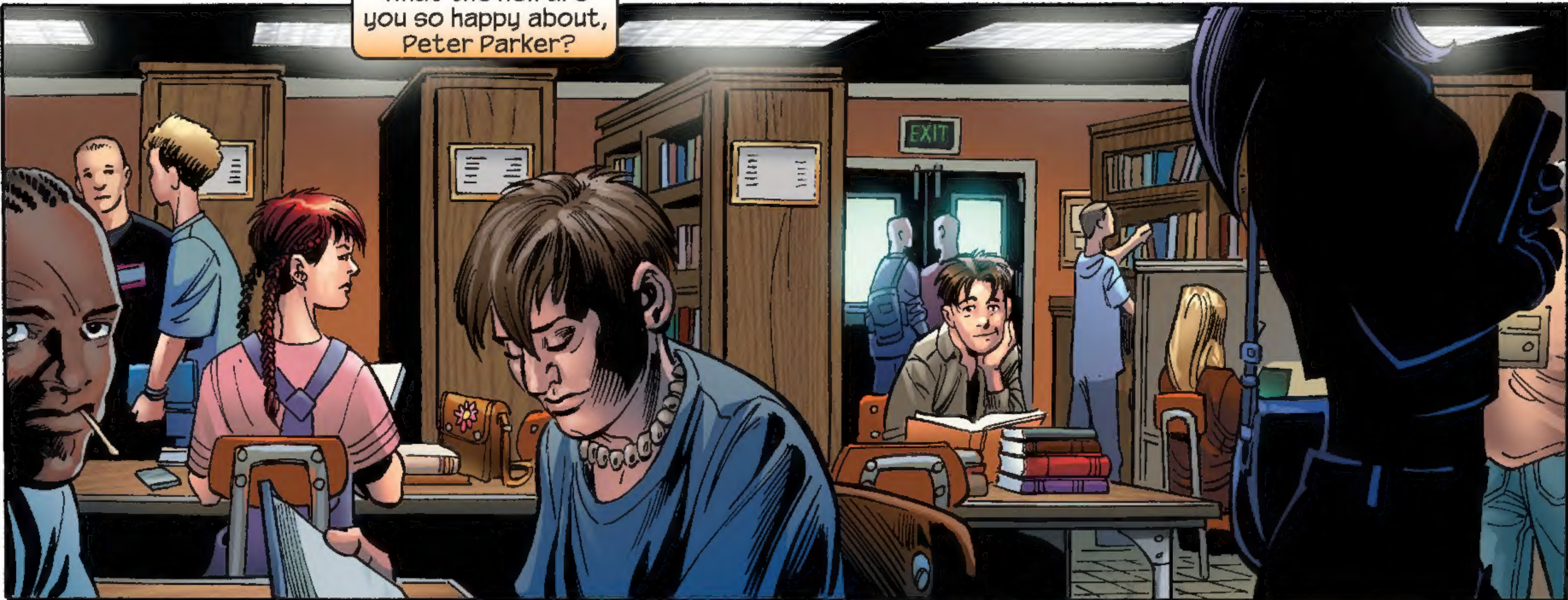
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What the hell are you so happy about, Peter Parker?

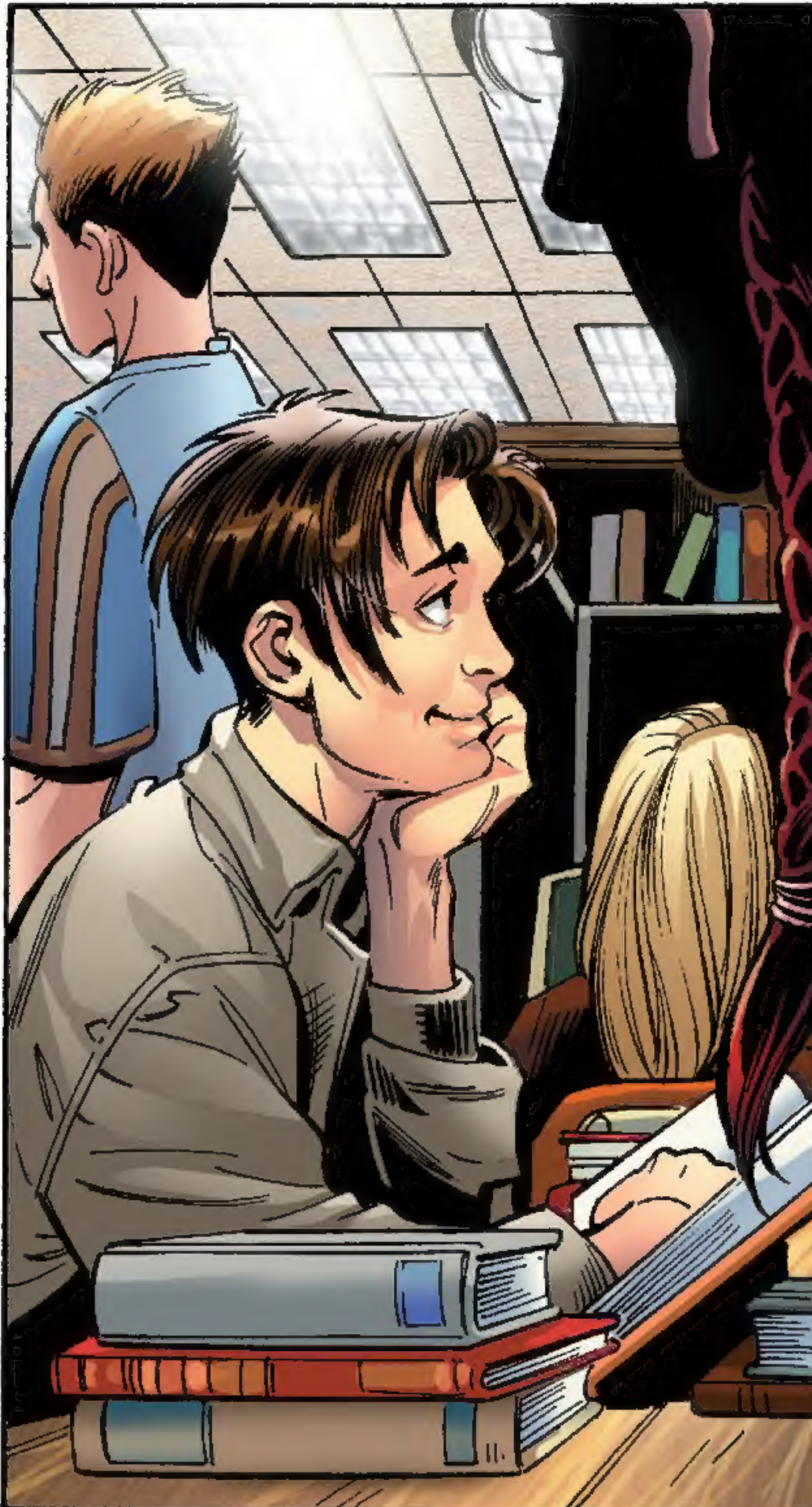


What the hell are you so happy about!!!?

You break up with me and now you're sitting there *smiling*??

It's one thing if you want to be as *miserable* as me--

--but don't just *sit* there with a stupid smirk on your face!



WHAT THE HELL ARE YOU SO HAPPY ABOUT!!???





Dating an X-Man.

Look at me.

Pretty cool.



Pat yourself on the back, Mr. Parker.

(If you could still move your arm enough after being thrown through a building by an eight-foot-tall mechanical rhino.)

Uh, ow.

But, hey, Kitty Pryde.

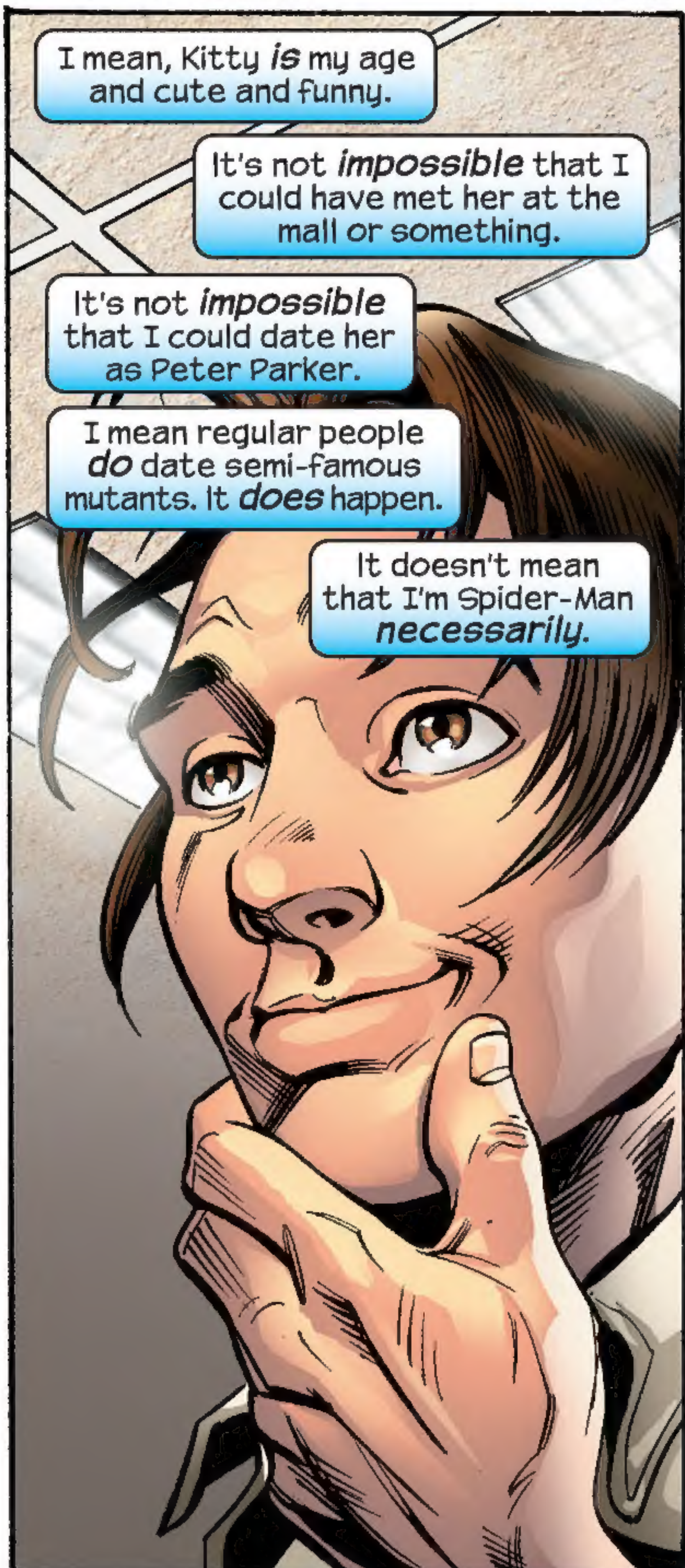
(I have to find out what her real first name is.)



Is it Kitty? It's probably Kat.

Catherine. Cathleen.

I wonder if I could tell my aunt that I'm dating one of the X-Men without her getting suspicious about my double life.



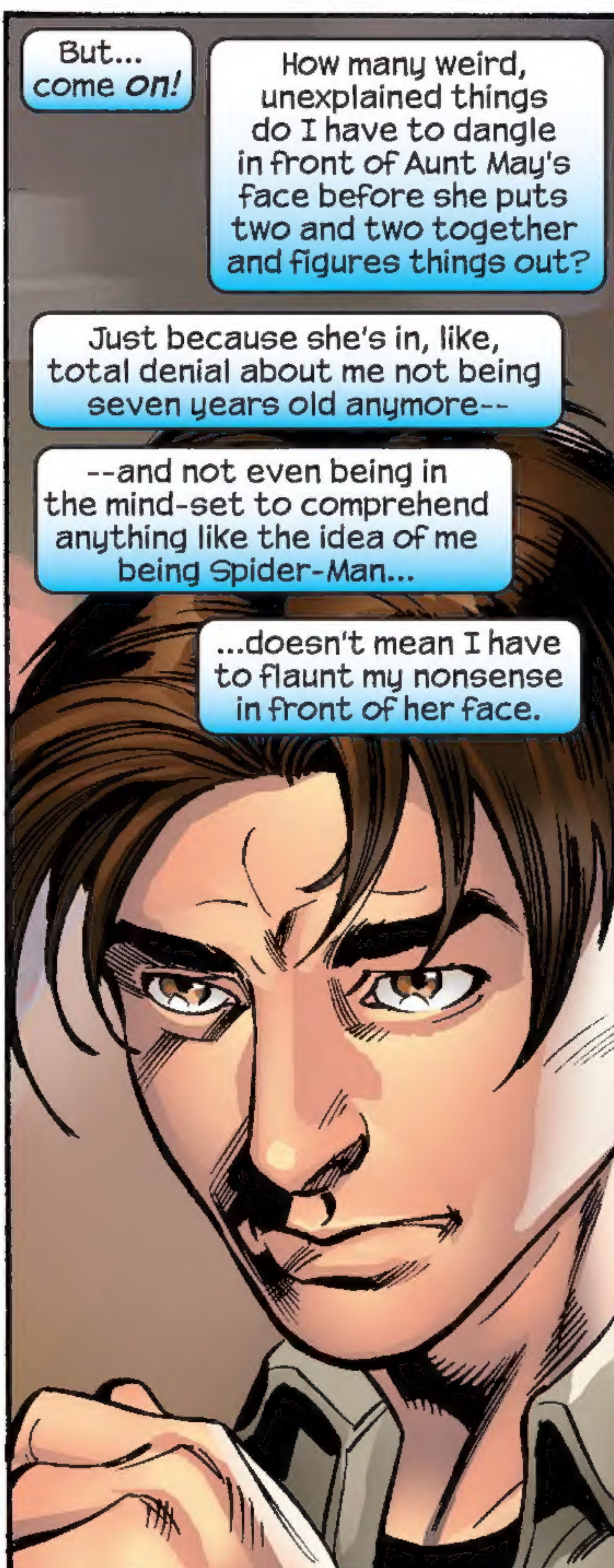
I mean, Kitty *is* my age and cute and funny.

It's not *impossible* that I could have met her at the mall or something.

It's not *impossible* that I could date her as Peter Parker.

I mean regular people *do* date semi-famous mutants. It *does* happen.

It doesn't mean that I'm Spider-Man *necessarily*.



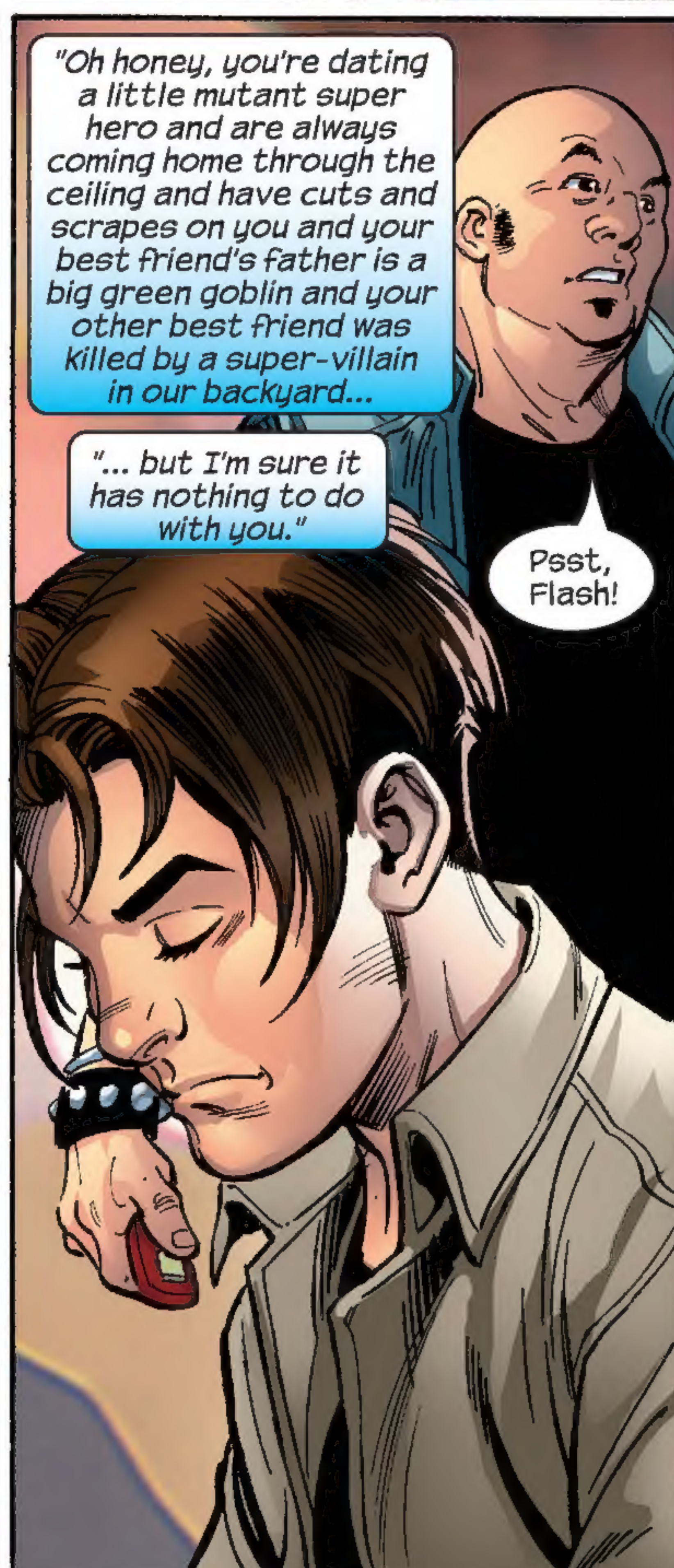
But... come *on*!

How many weird, unexplained things do I have to dangle in front of Aunt May's face before she puts two and two together and figures things out?

Just because she's in, like, total denial about me not being seven years old anymore--

--and not even being in the mind-set to comprehend anything like the idea of me being Spider-Man...

...doesn't mean I have to flaunt my nonsense in front of her face.



"Oh honey, you're dating a little mutant super hero and are always coming home through the ceiling and have cuts and scrapes on you and your best friend's father is a big green goblin and your other best friend was killed by a super-villain in our backyard..."

"... but I'm sure it has nothing to do with you."

Psst, Flash!



Peter, you seen Flash?

Flash Thompson?

Wait, let me check my underwear.



Well...

I don't have an atomic super wedgie so I guess that means I haven't seen him.



That is so weird. He isn't answering his cell.

Maybe he left you for another sidekick.

He always answers.

Maybe he left it at home.

No, he has it on his belt like... the guy with the belt...

I don't know what we're talking about.



He *loves* his phone. He didn't make it to school and he isn't answering.

Maybe he's sick and just... napping.

Maybe.

Maybe this is your opportunity to form your own identity.



I'll try it one more time.



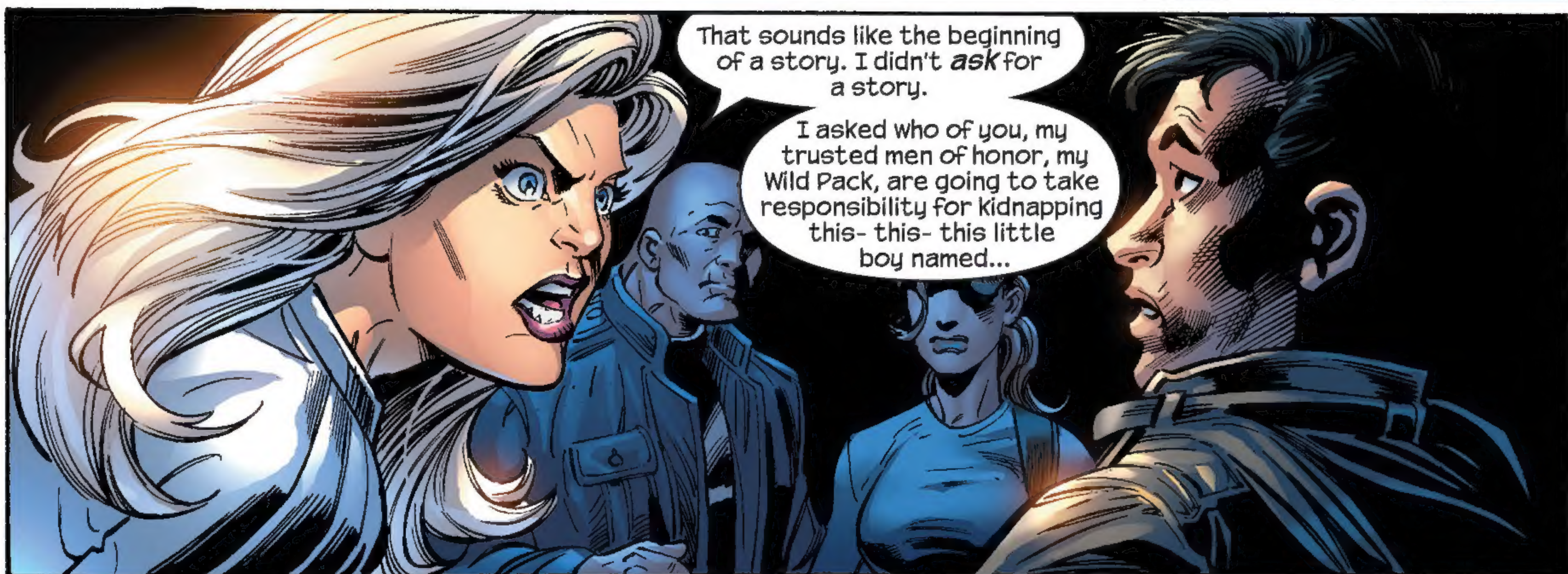
TOYOTAROLA

7 MISSED CALLS



Who's going to be man enough to take **responsibility** for this?

Sable, listen...



That sounds like the beginning of a story. I didn't *ask* for a story.

I asked who of you, my trusted men of honor, my Wild Pack, are going to take responsibility for kidnapping this- this- this little boy named...



Fred Thompson.

Who is barely a man, let alone a Spider-Man.

The gig **was** Spider-Man.

We all understood that, yeah.



Sable!

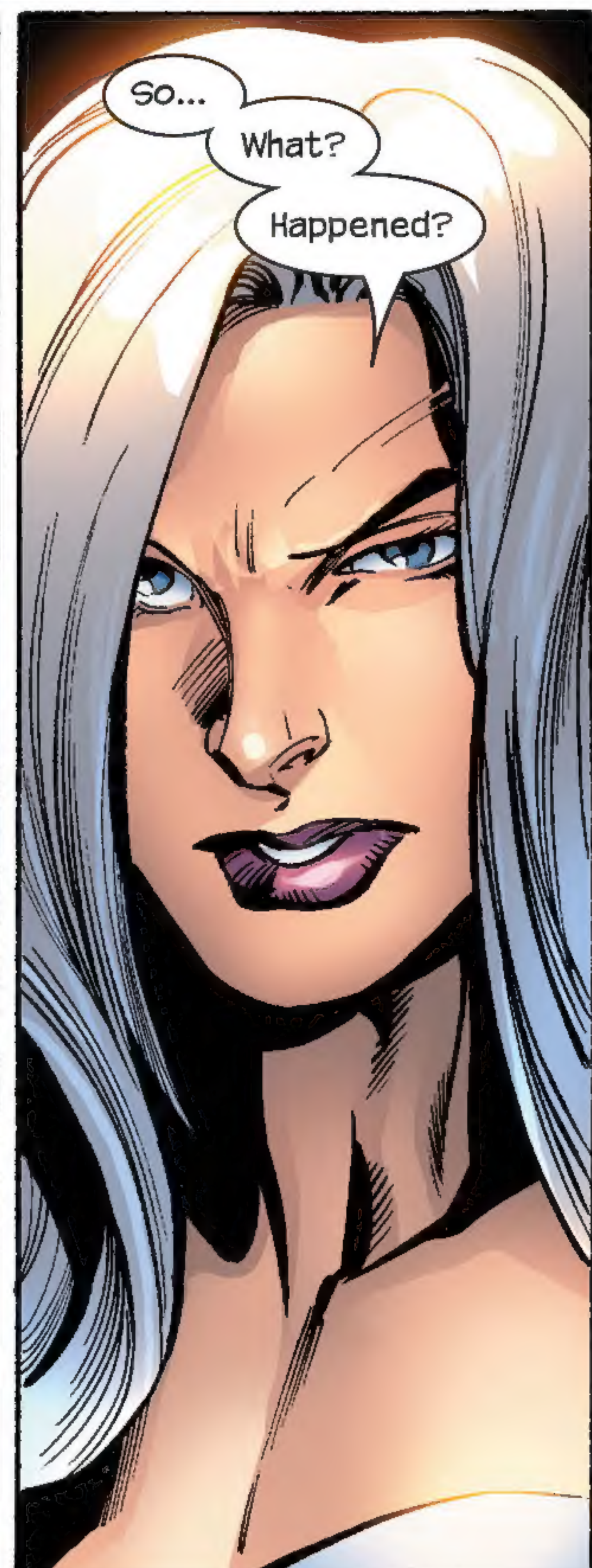
Sable, just listen. Quentino said the kid was up on the roof of the school.

I did. Clear as day.

She said he dropped down behind the dumpsters.

He did!

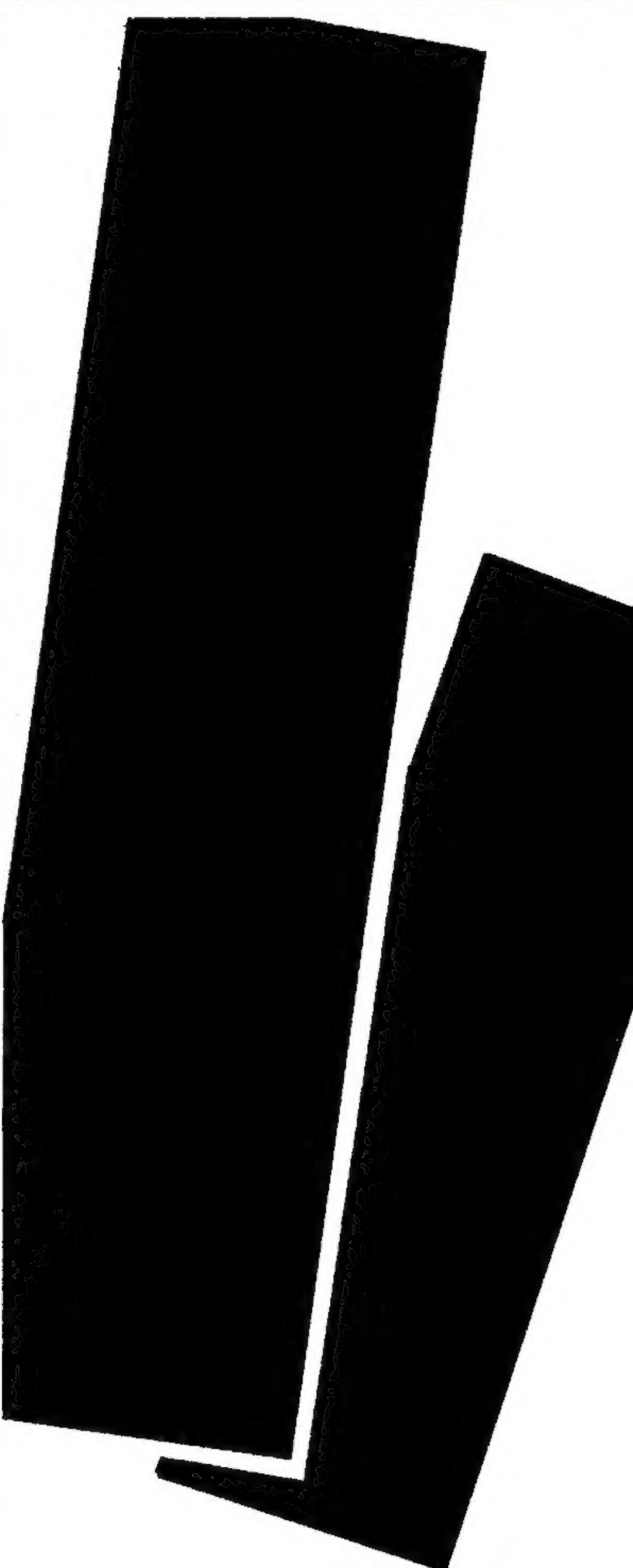
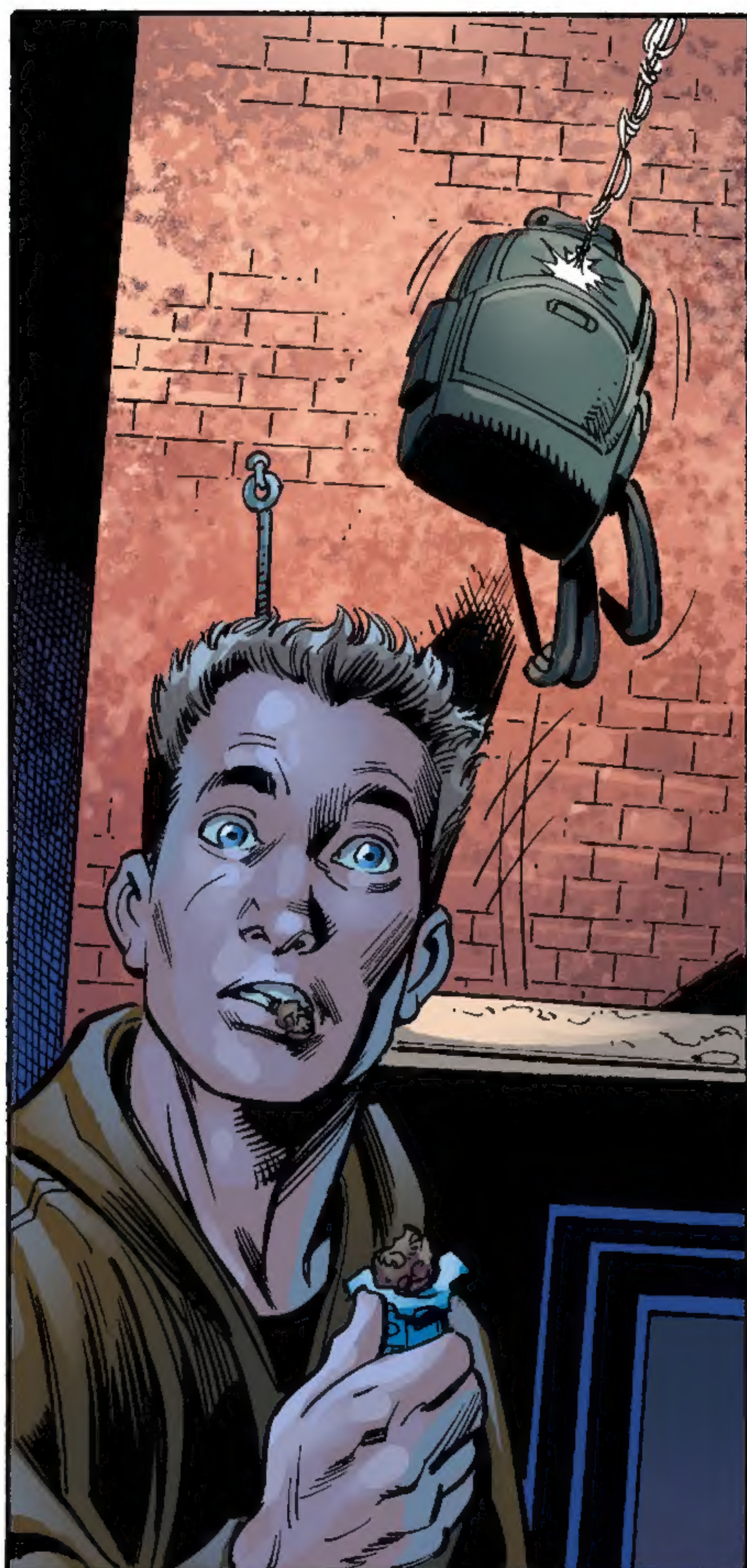
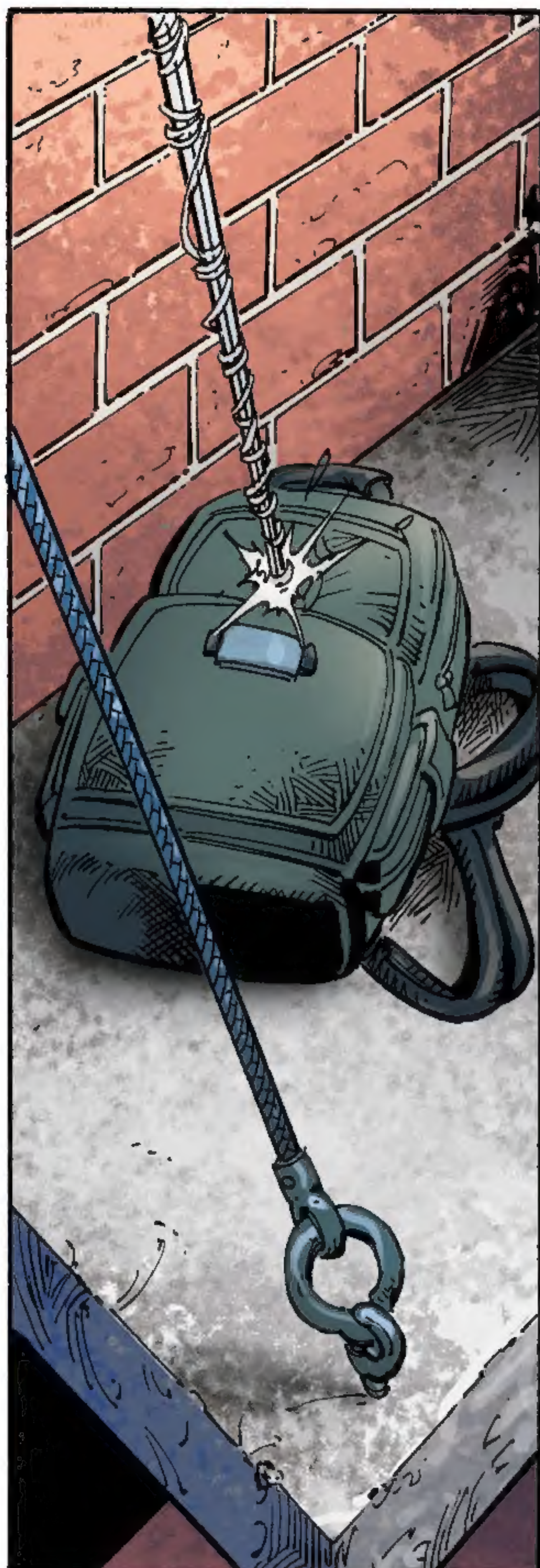
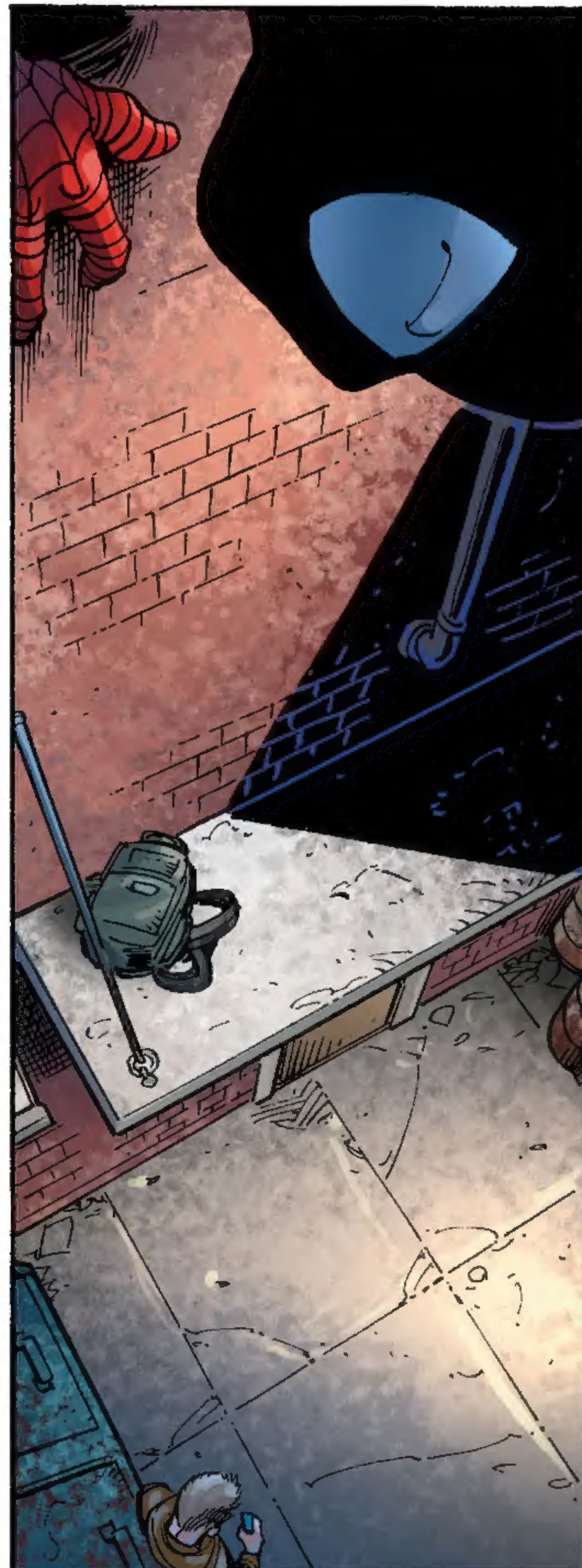
We went to the dumpsters and we took him.

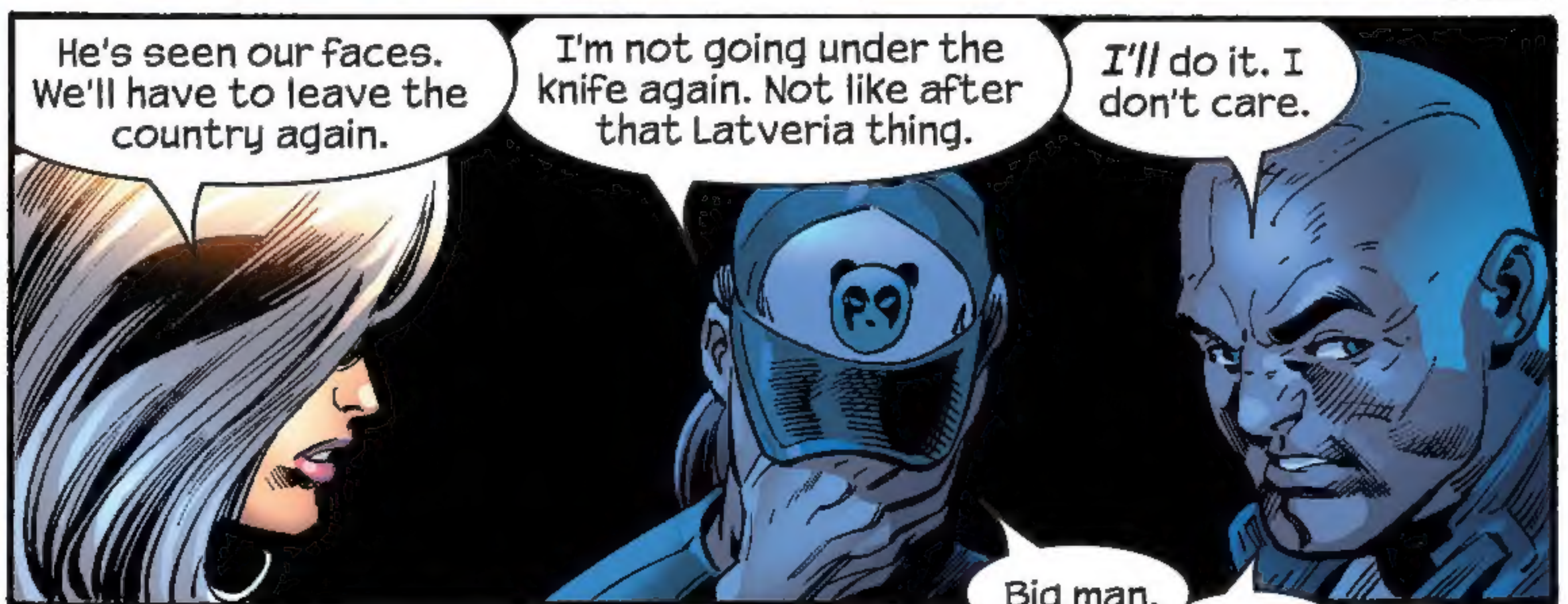
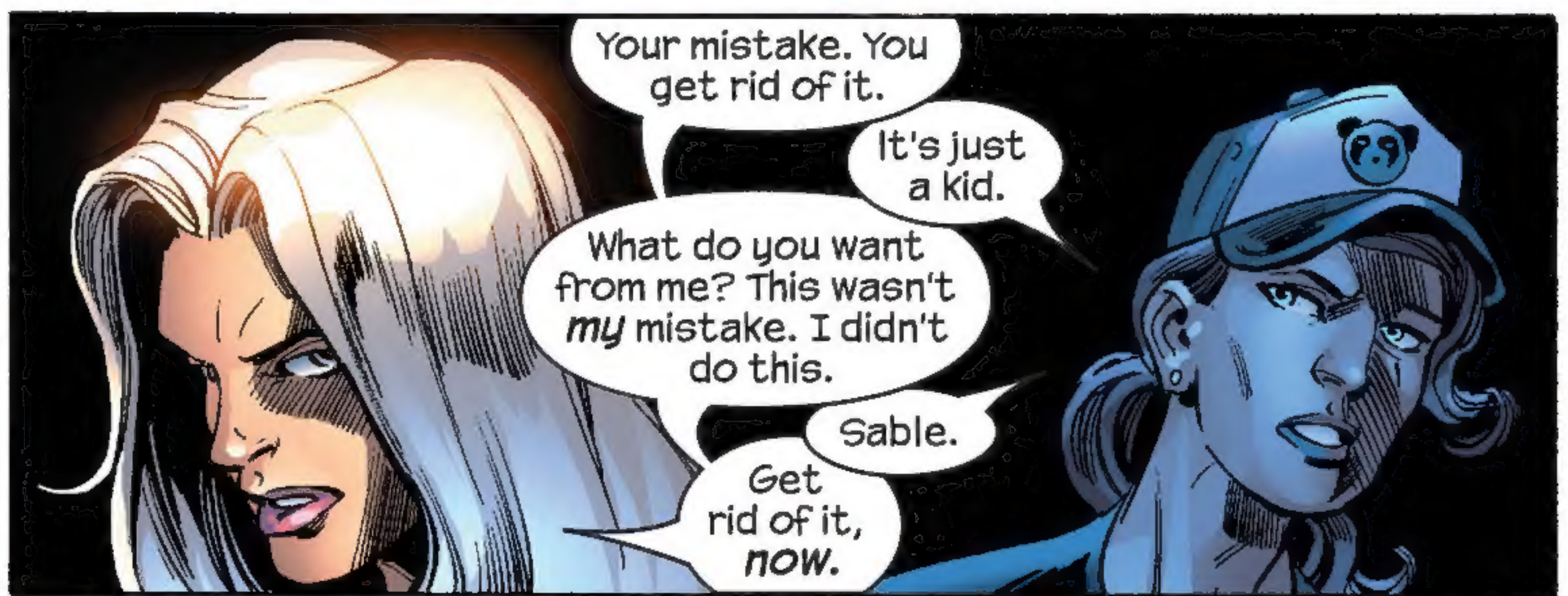


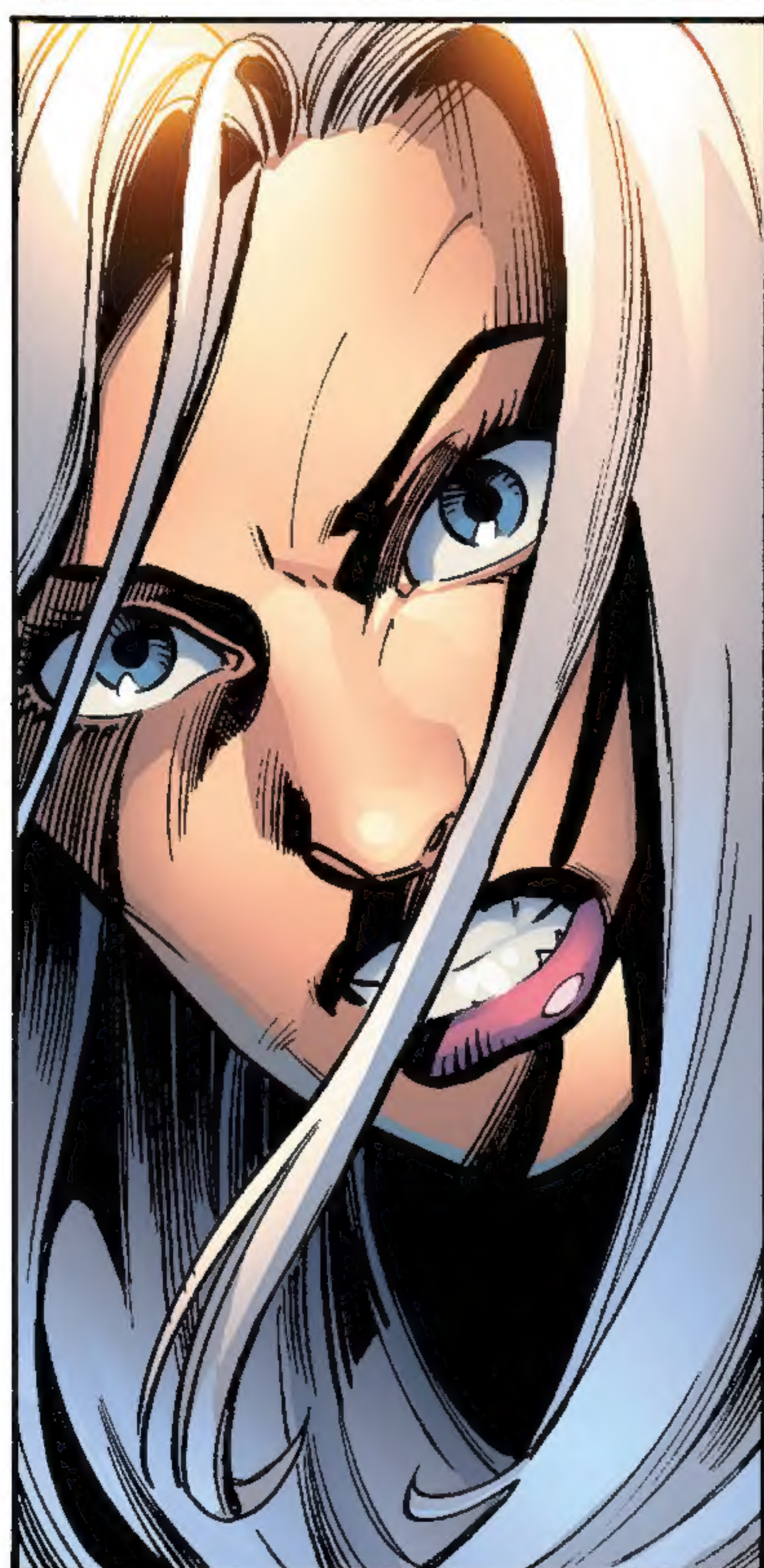
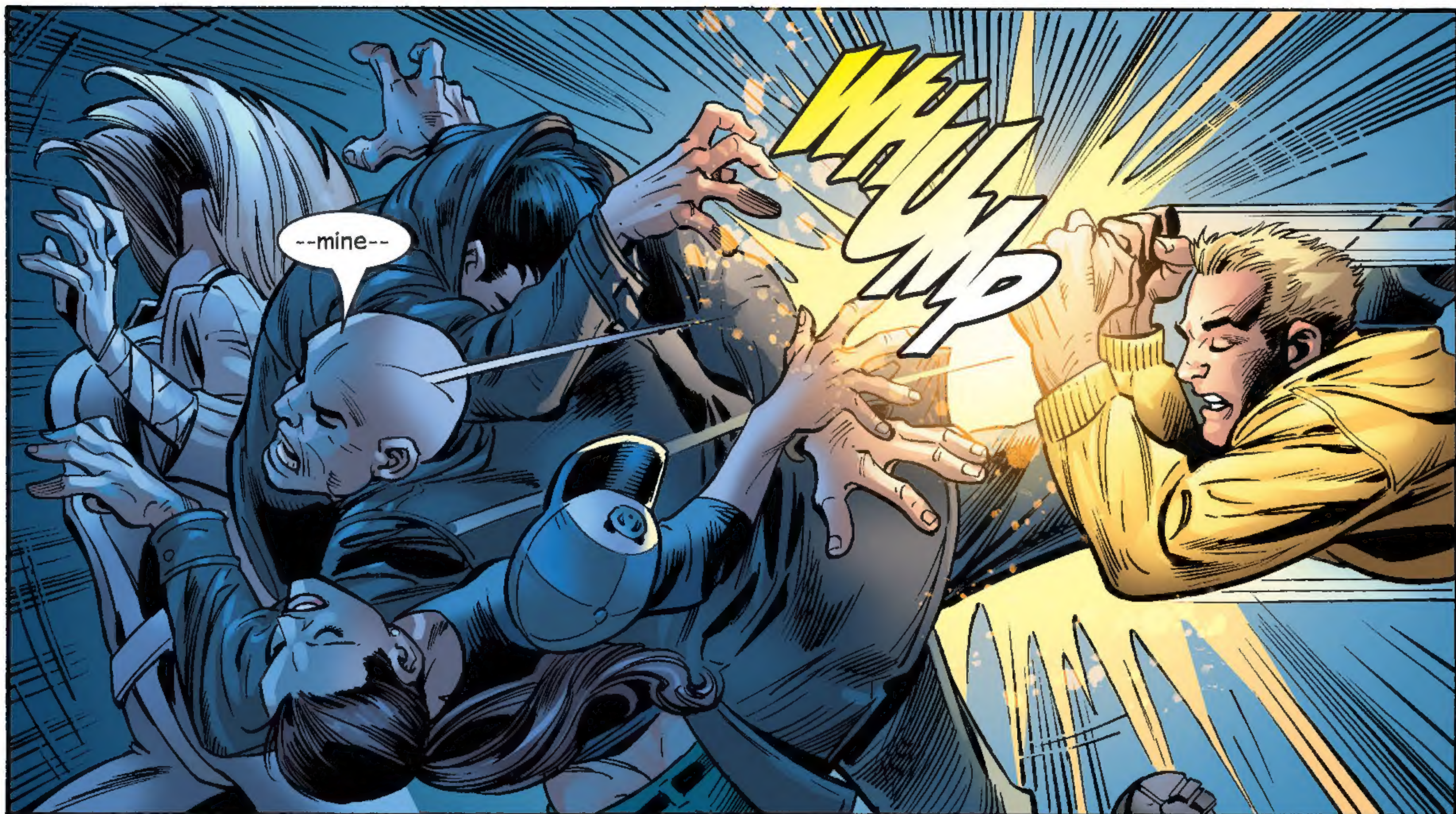
So...

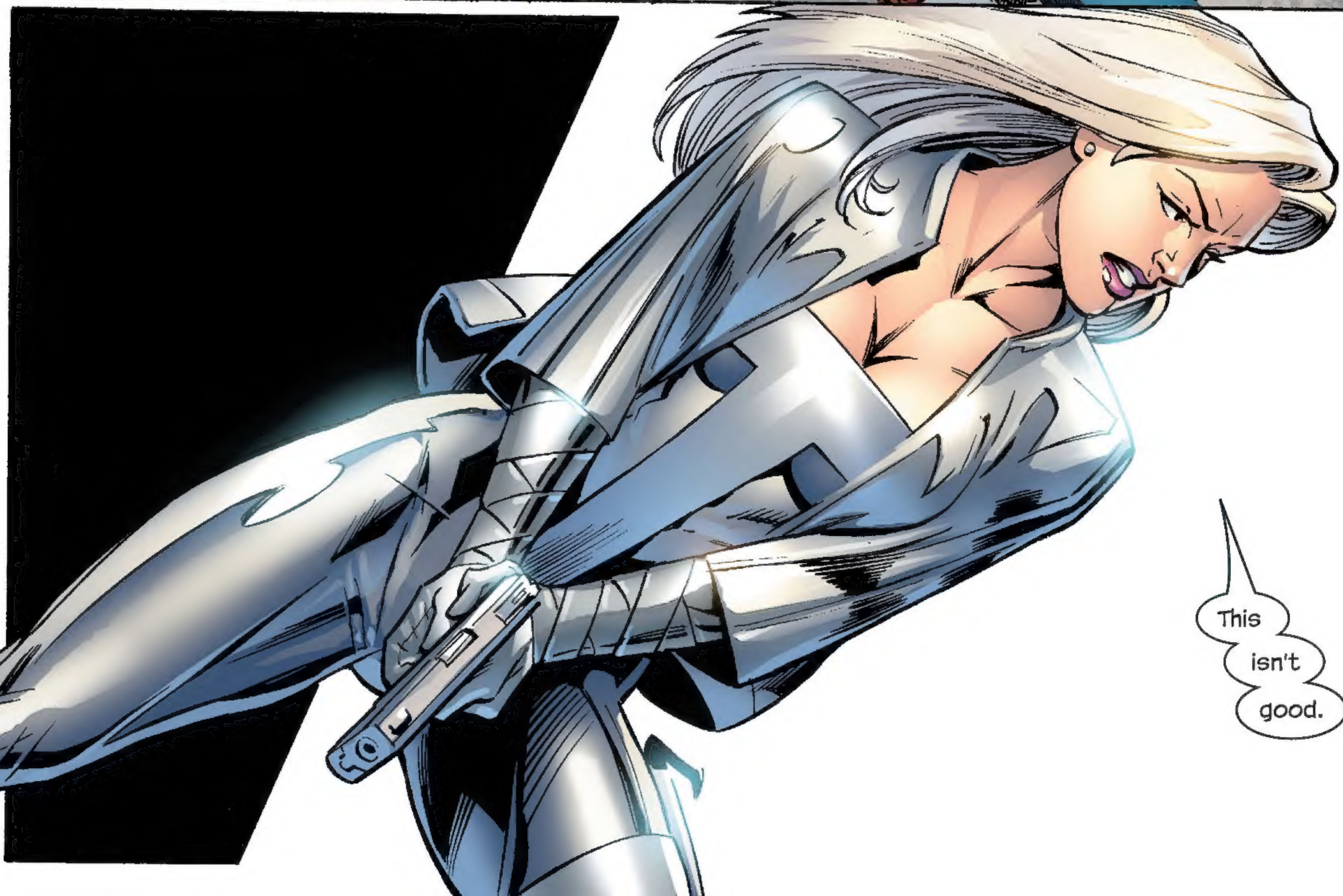
What?

Happened?











Well, oh my goodness.

What are you doing here, Kitty?

Surprise.

Surprising you.

I am surprised.

Then my job here is done.

Seriously, what is this?

I was sitting in the X-Mansion, bored and lonely and thinking I would rather be here...

...and so, I guilted Storm into flying me over here so I could spend two hours with you.

Wow.

I know.

So...what are you doing now?

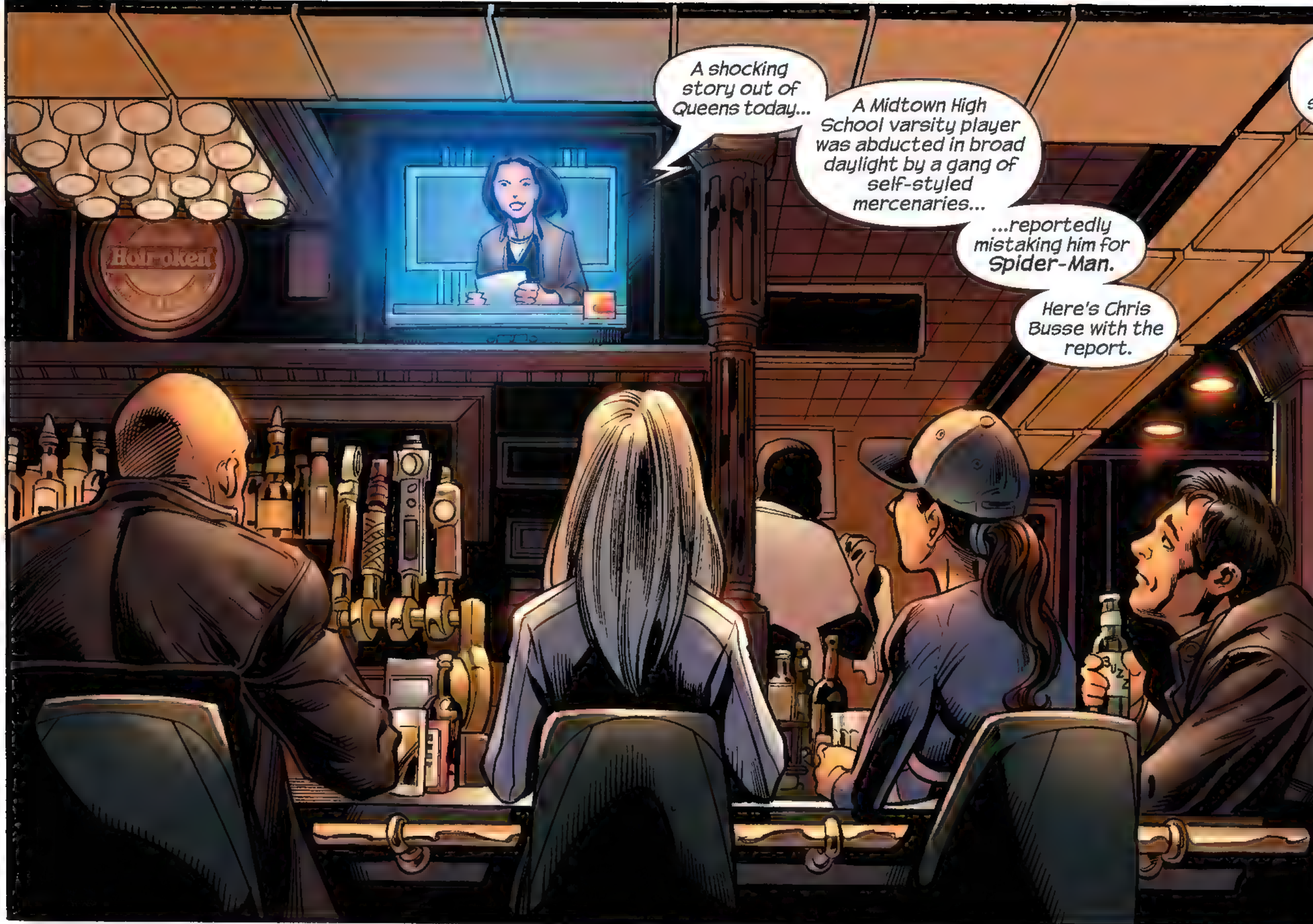
Calling work and telling them I'm sick.

You don't have to do that.

I know.

But we...should get out of here. The sunglasses are the lamest disguise ever.

That's a disguise?



A shocking story out of Queens today...

A Midtown High School varsity player was abducted in broad daylight by a gang of self-styled mercenaries...

...reportedly mistaking him for Spider-Man.

Here's Chris Busse with the report.

I am standing on the steps of the county sheriff's office where sixteen-year-old Freddie Thompson...

...a junior at Midtown High School...

...is being questioned by police officers after a grueling day being held prisoner against his will.

Chris Busse Eyewitness News, Sheriff's office.

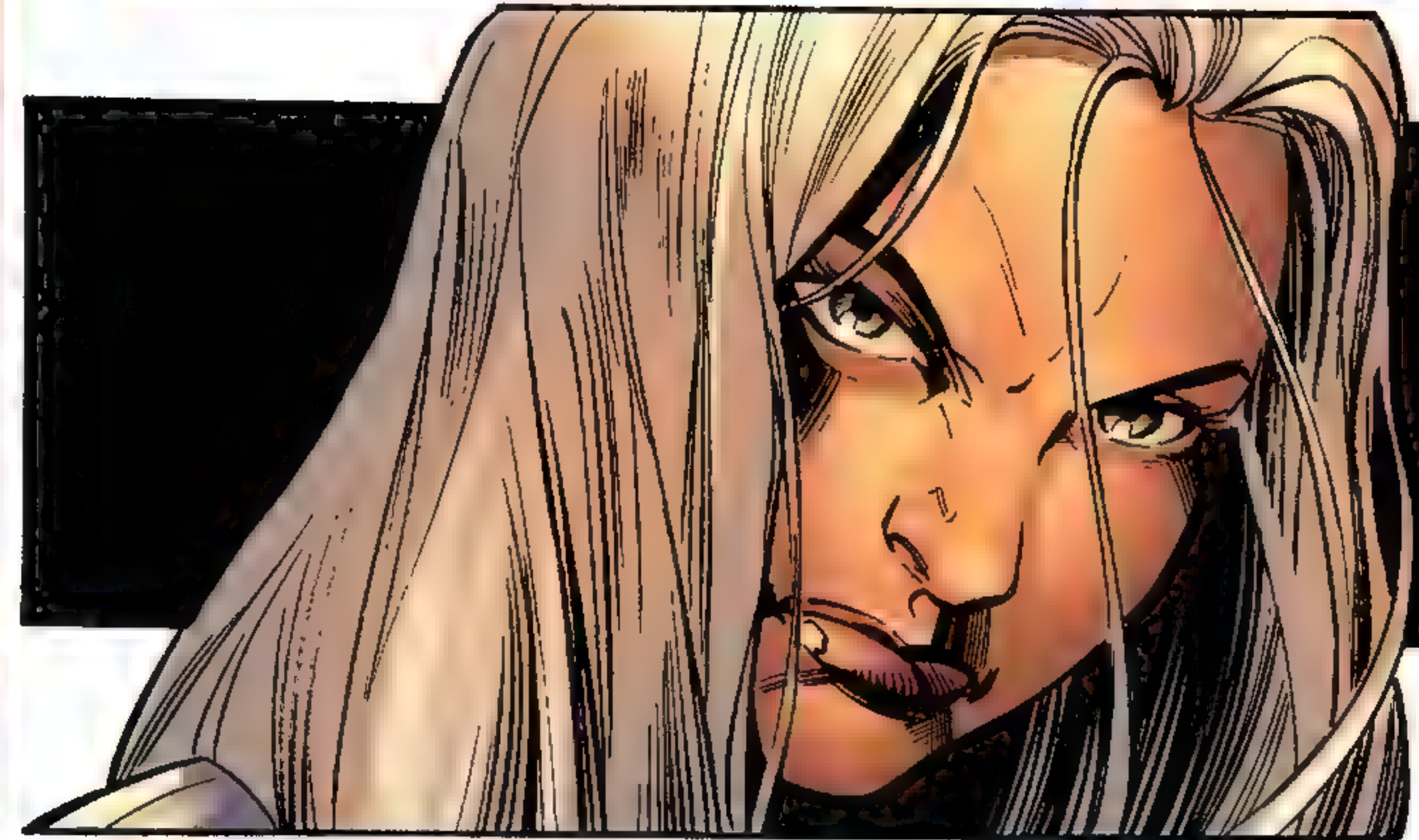
Mr. Thompson was abducted off the grounds of Midtown High School by unknown assailants.

He was then taken to an undisclosed location where he was held prisoner and beaten.

Mr. Thompson escaped during what he described as "bickering" amongst the group over whether or not he was actually Spider-Man and ran, on foot, to his mother's workplace.



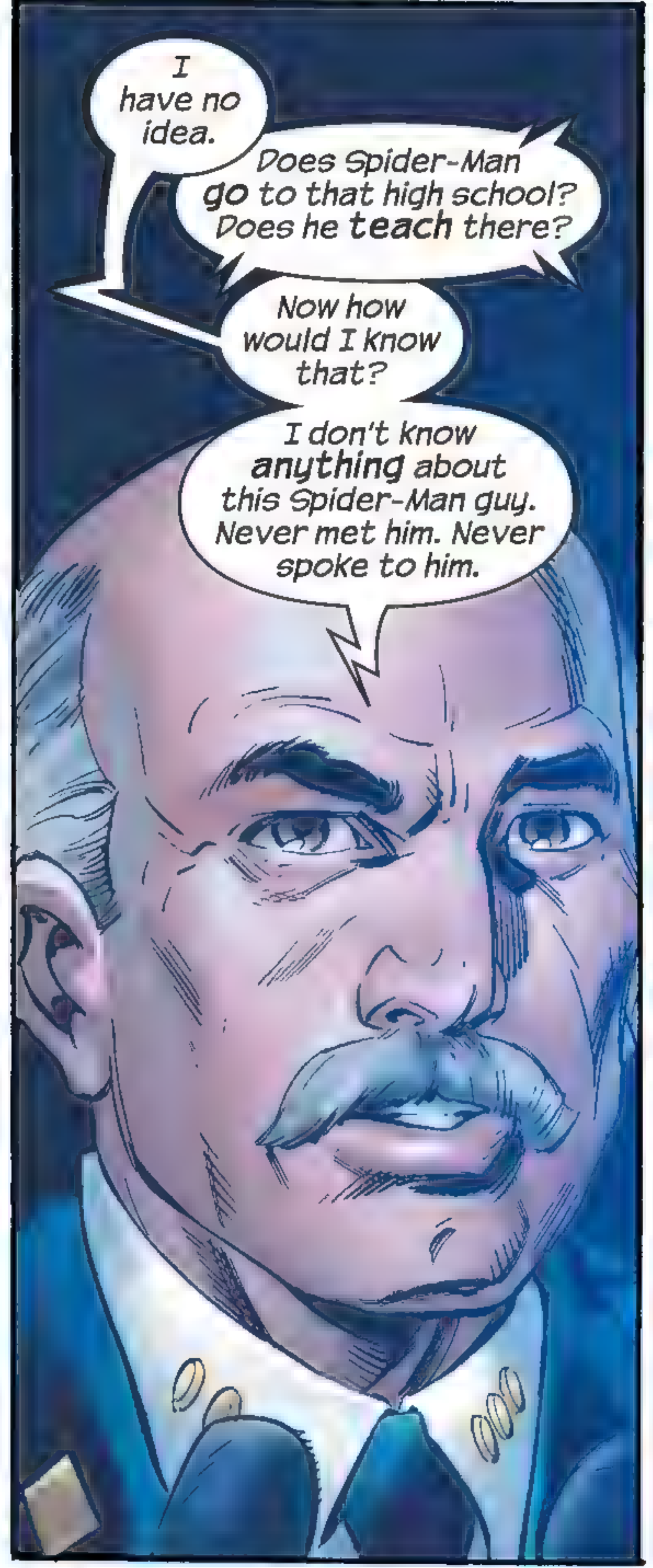
Sheriff Mike McNeely press conference



Is there any evidence to back up the child's claims?

The school security cameras confirmed portions of the story and there were markings on the boy that were in no way self-inflicted.

Why did the abductees think that he was Spider-Man?



I have no idea.

Does Spider-Man go to that high school? Does he teach there?

Now how would I know that?

I don't know anything about this Spider-Man guy. Never met him. Never spoke to him.

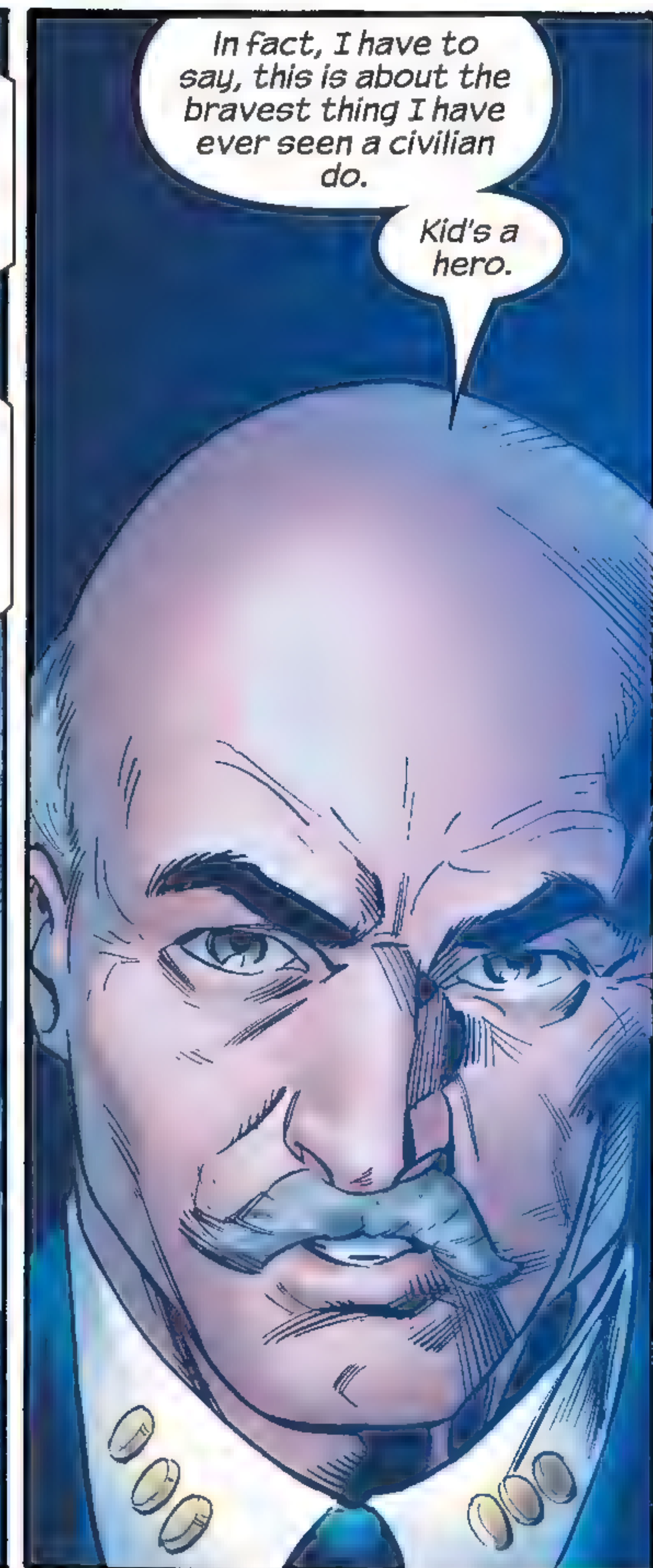


As far as these kidnapers...

We are compiling descriptions from the young man and will work closely with the FBI to pursue these criminals to the fullest extent.

Is the boy all right?

The boy is fine. Shaken up and a little bruised, but he's coherent and he's been a tremendous help to us.



In fact, I have to say, this is about the bravest thing I have ever seen a civilian do.

Kid's a hero.

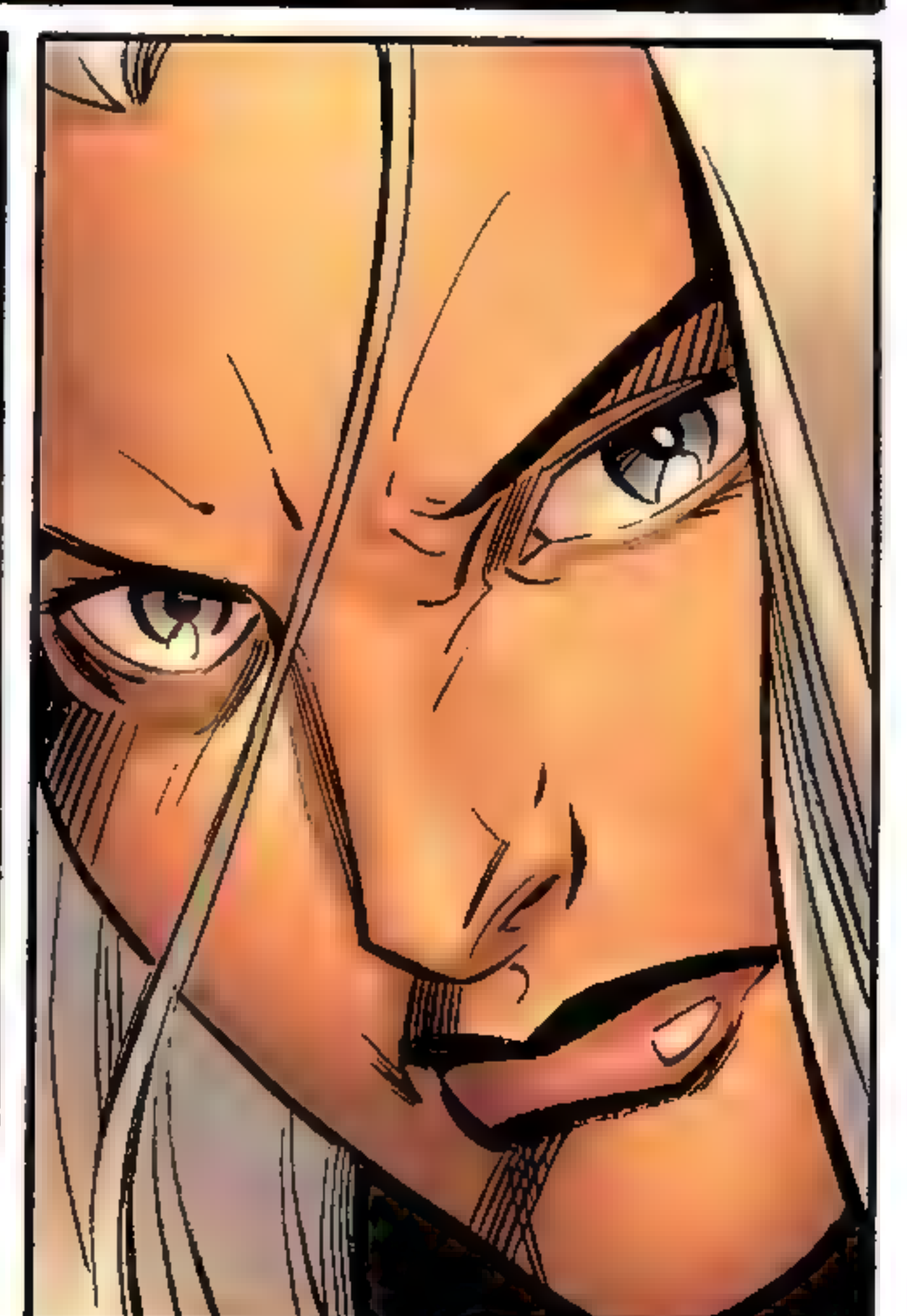


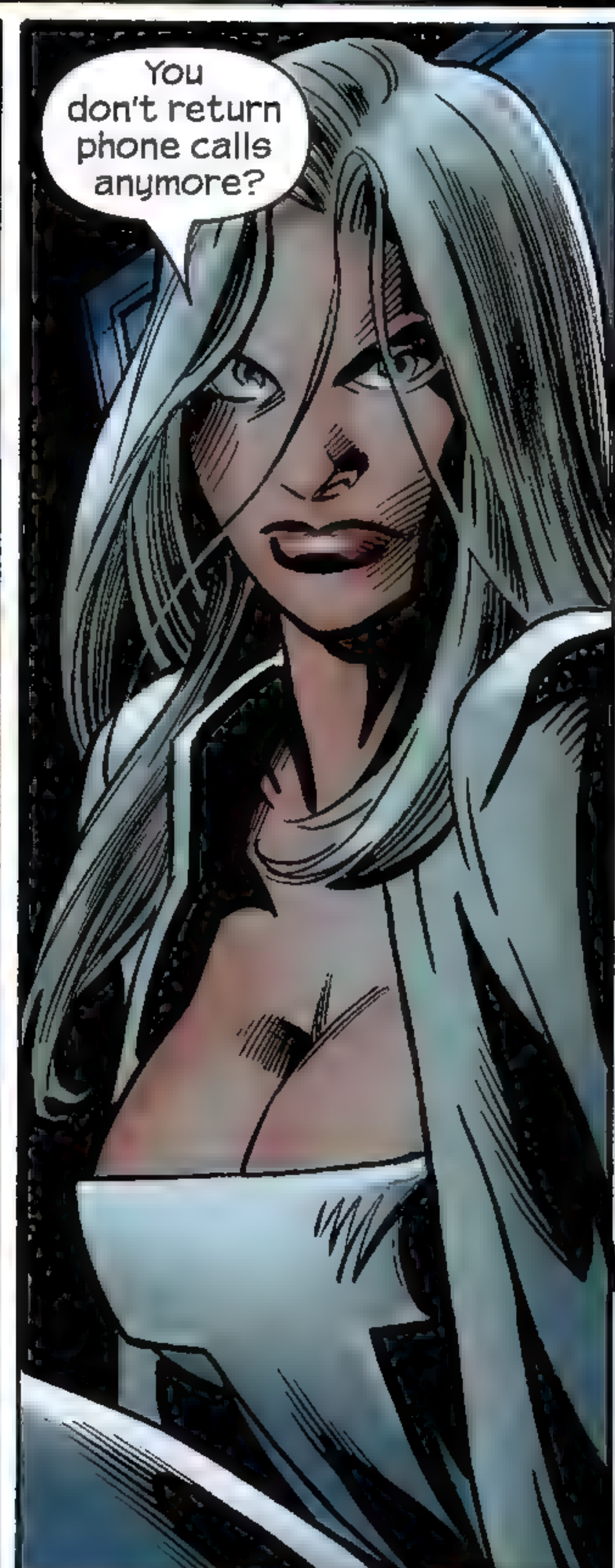
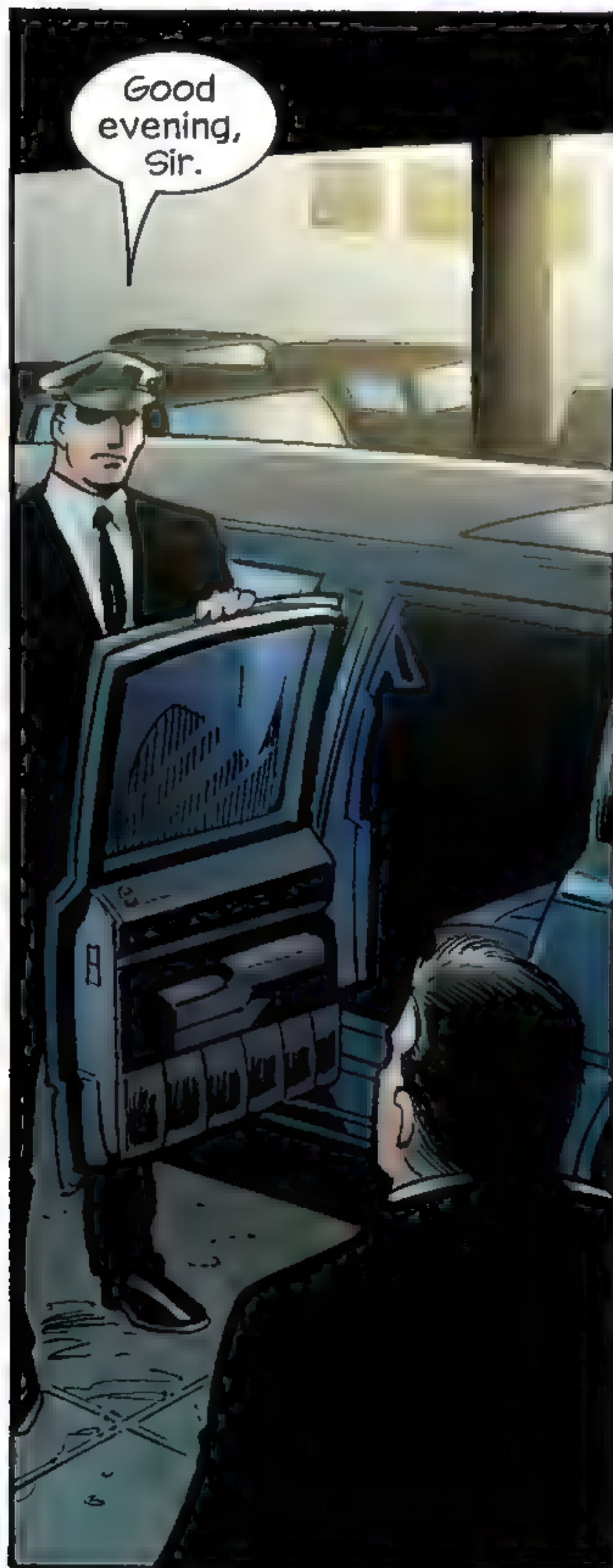
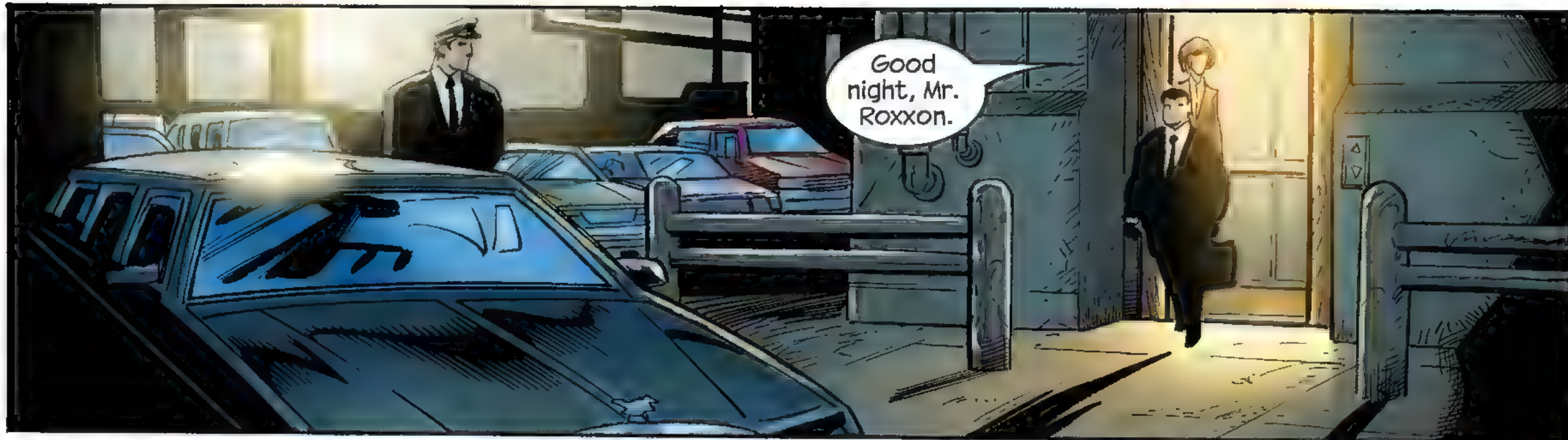
Well, at least we don't have to whack him. He already gave them our faces. Nothing more he can do.

And that's funny how?



Did Roxxon call back?







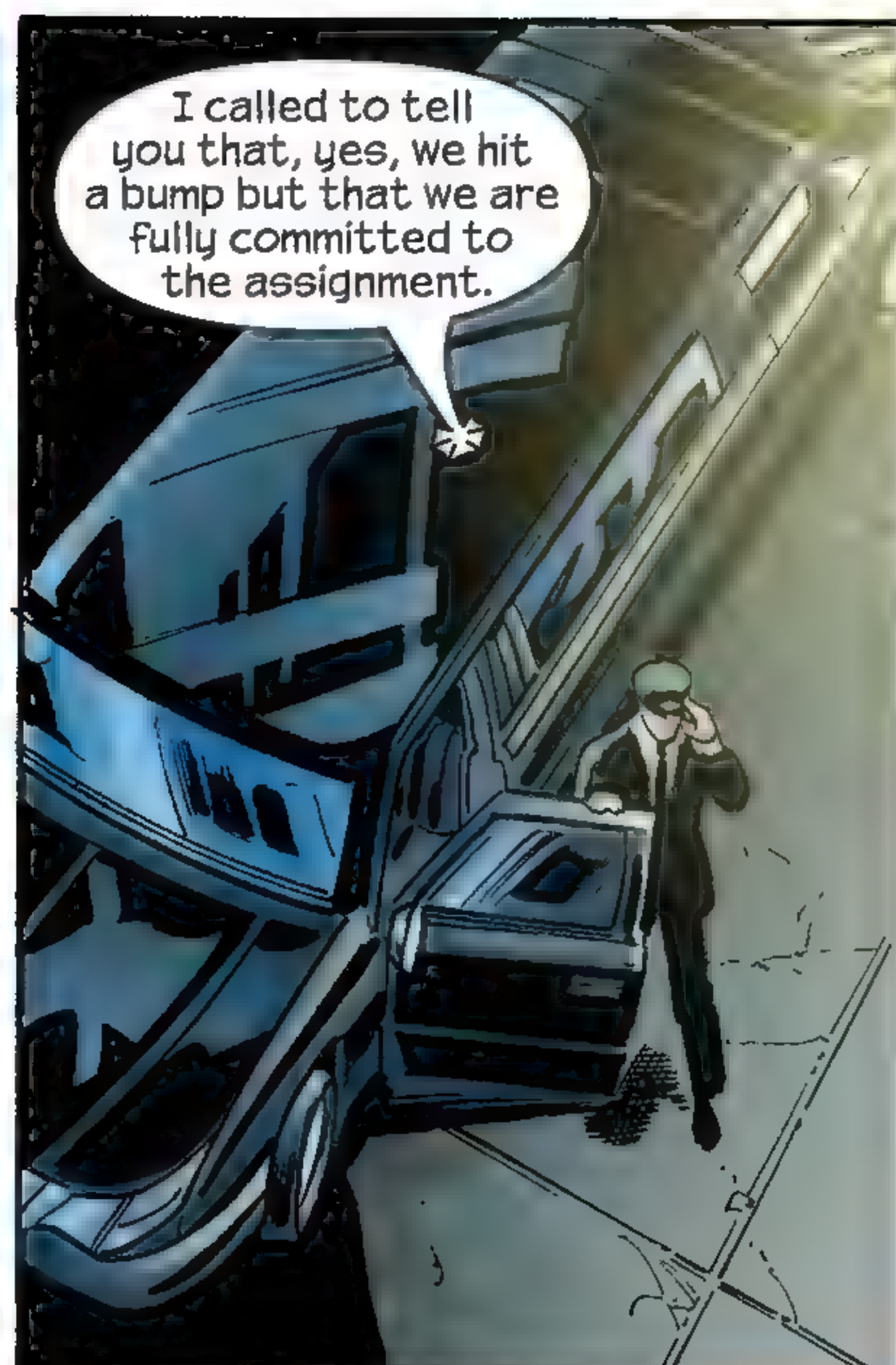
Sir???

Go for a walk, Michael.

Sir, I had no idea there was--



Out of the car, now!



I called to tell you that, yes, we hit a bump but that we are fully committed to the assignment.



A bump?

It's not like there's a set way to do what you asked us to do but we--

No offense, Sable, but clearly your reputation was overrated.

I'd just as soon part ways.



My reputation is everything to me.

We'll finish the job for you. Comped.

No charge.

We'll find Spider-Man and we'll find out who is sabotaging your businesses.



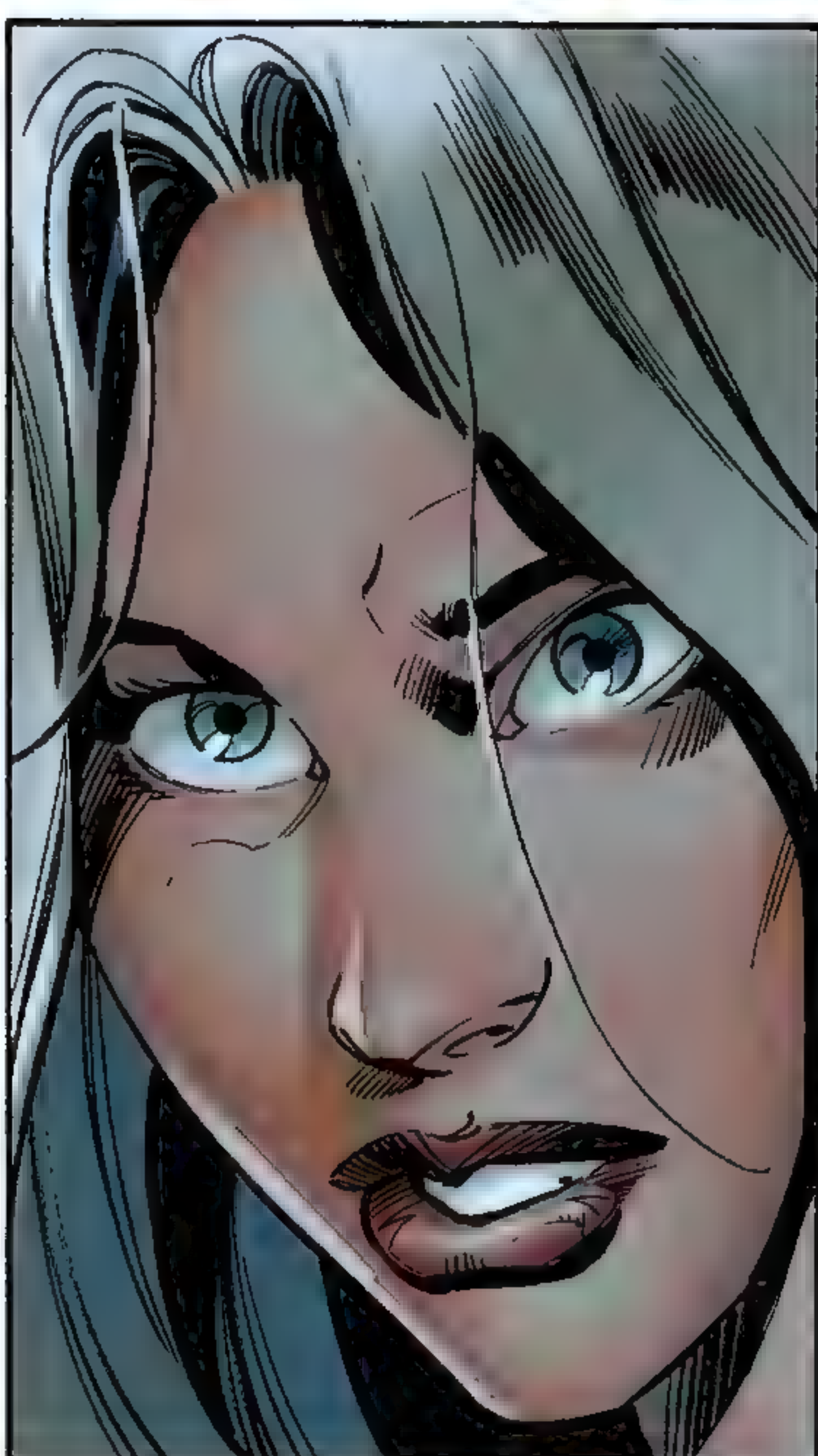
Comped?

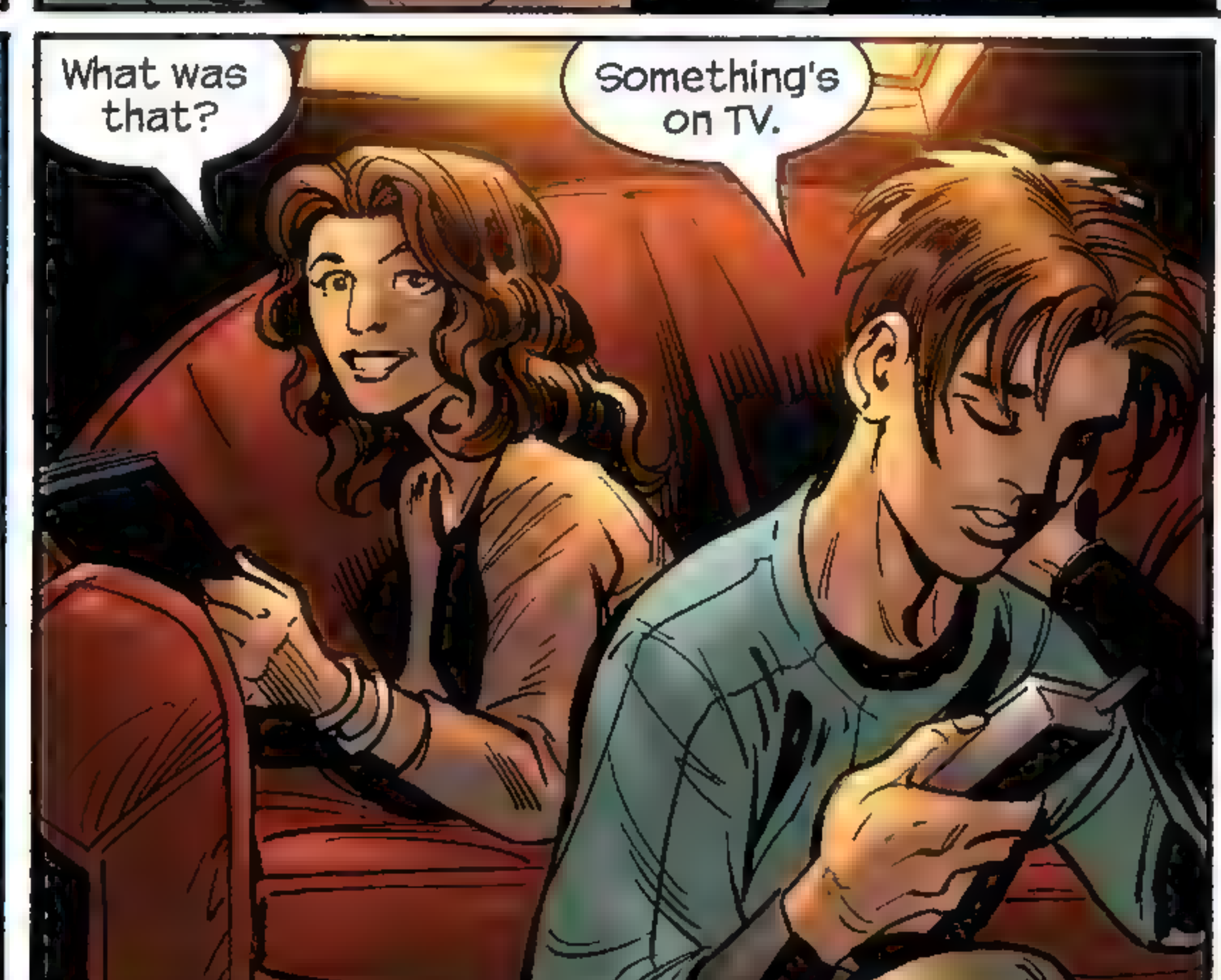
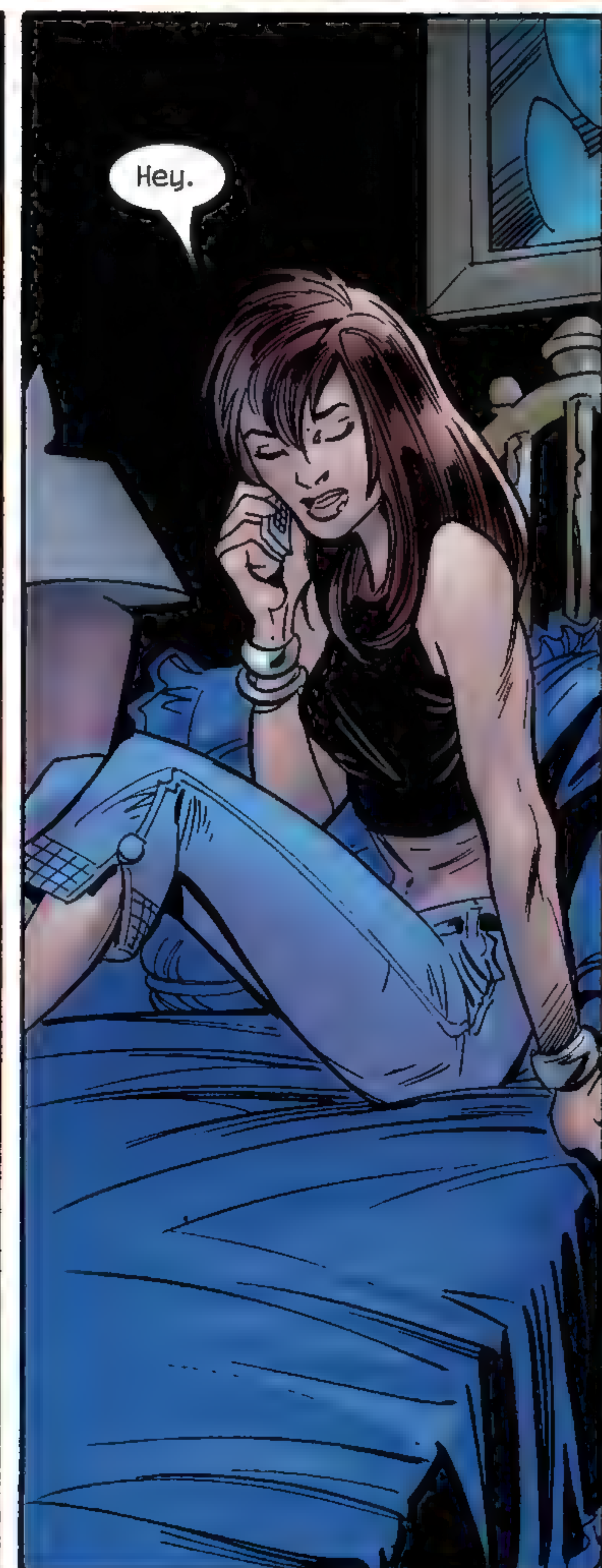
Comped.



Okay. You have three days.

After that- I hire someone to clean *this* mess.





Good morning, it's been a wild twenty-four hours for our next guest.

Held at gunpoint, beaten, and kidnapped, and all because the assailants thought he was Spider-Man.

That's just the beginning of the fantastic tale of heroics our next guest has been through...

ABC

So, a Today Show good morning and welcome to sixteen-year-old Freddie Thompson, and his mother, Sonny.

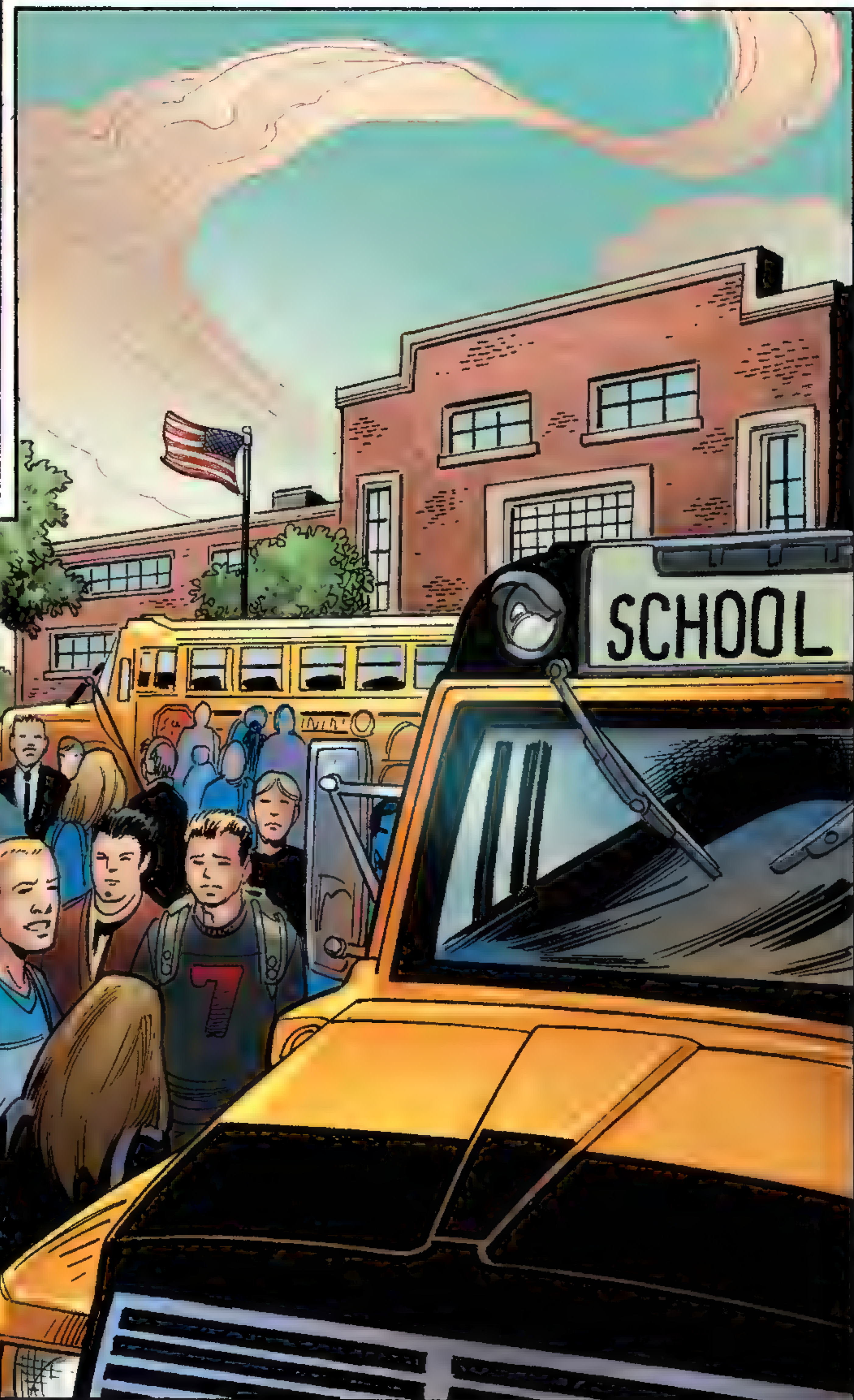
Uh, I guess.

Now, Freddie—you must be the talk of your school.

Now why do you think these kidnappers mistook you for Spider-Man?

Well, uh, from what I overheard, they thought that, uh, Spider-Man, went to my high school.

Or maybe was one of my teachers or somethin'.



I've known Flash for years. I had no idea he had it in him.

Is he Spider-Man? Ha! No.

LIZ ALLEN, STUDENT

There will be an emergency meeting of the parents' council to discuss security.

ROSS ANDRU, PRINCIPAL

Spider-Man does go to this school, oh yeah, everybody knows it.

TANDY BOWEN, STUDENT COUNCIL PRESIDENT

What? No.

I had not heard that the Thompsons were considering a lawsuit.

Where did you hear that? They said that on TV?

ROSS ANDRU, PRINCIPAL

Yo, not only am I like his best friend--

--but I actually had a line in the Spider-Man movie.

(You don't recognize me?)

KENNY MCFARLANE, STUDENT



This is a whole *new* nightmare.

How did they know you went to school here?

Well, I'm not exactly known for my ability to keep my mask on during a fight.

You should lay low.

And lay low I shall. Costume stays in the backpack. Except--

--for finding out who did this and why they want you and--

Shh!

Can you believe it?

No, MJ, I- I really can't.

Do you know what happened?

No. Nothing.

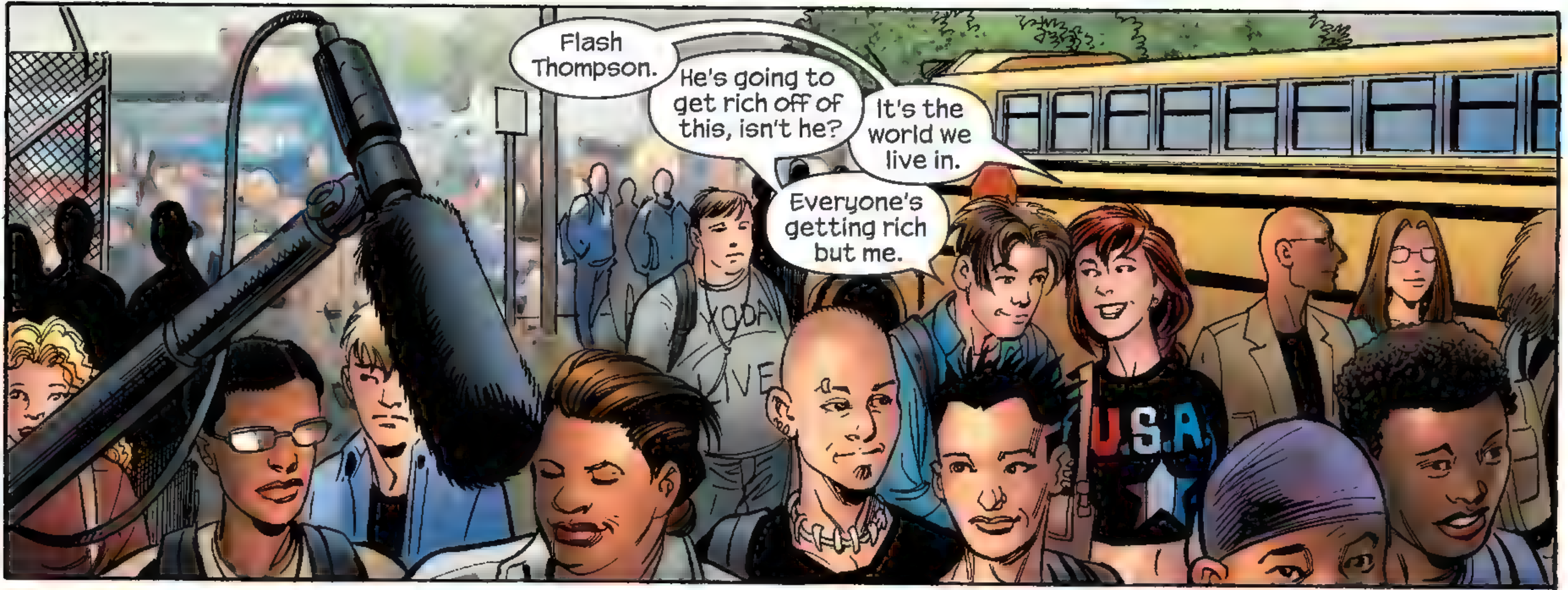
Shh!

Was someone trying to kidnap you?

I know.

Seriously, the microphones.

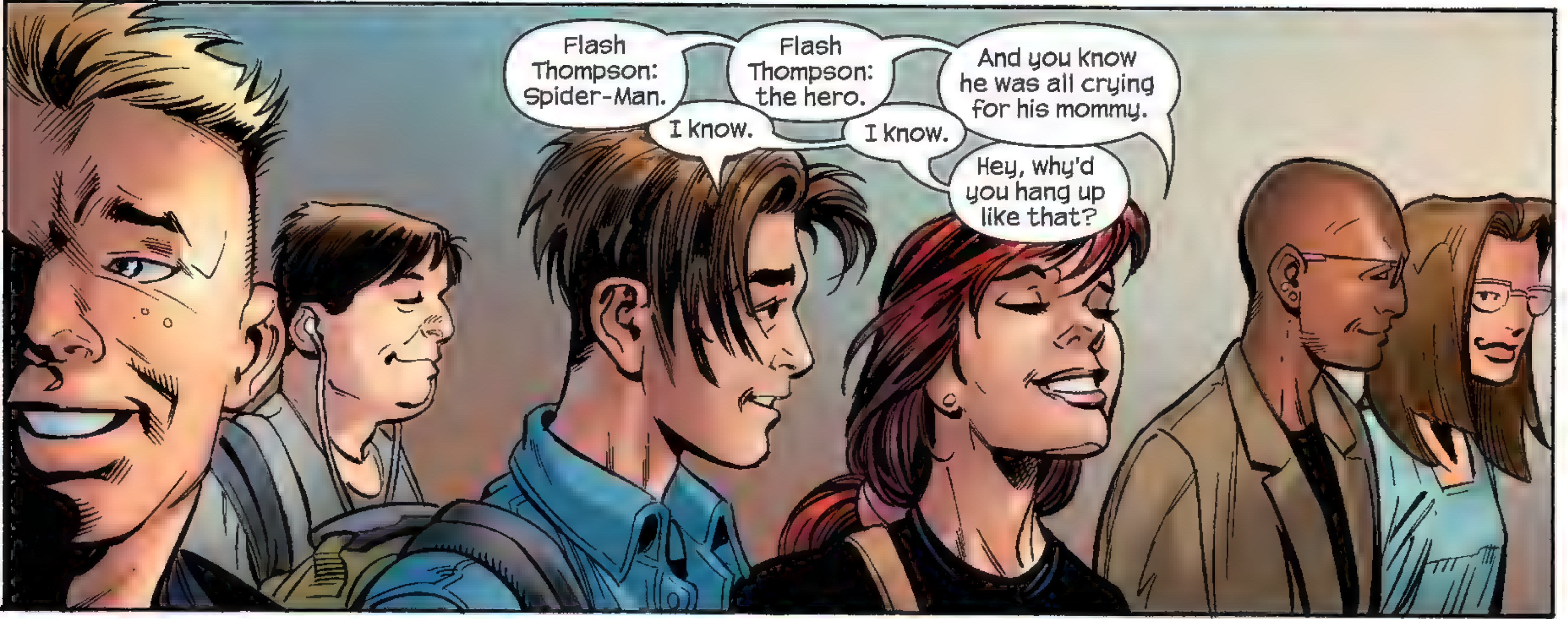
I know- I whispered.



Flash Thompson. He's going to get rich off of this, isn't he?

It's the world we live in.

Everyone's getting rich but me.



Flash Thompson: Spider-Man.

I know.

Flash Thompson: the hero.

I know.

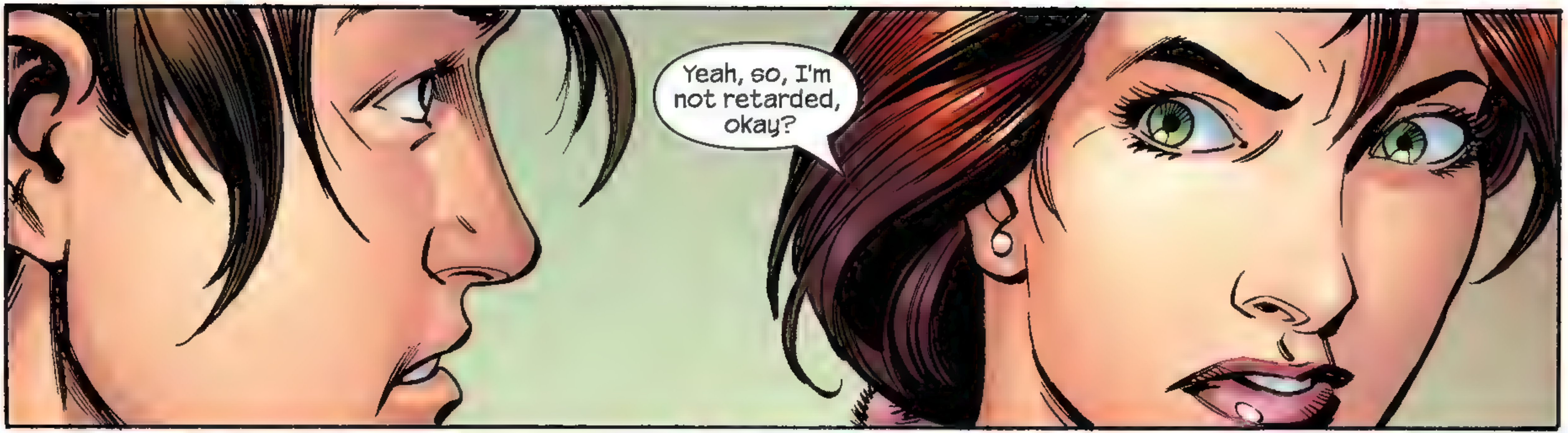
And you know he was all crying for his mommy.

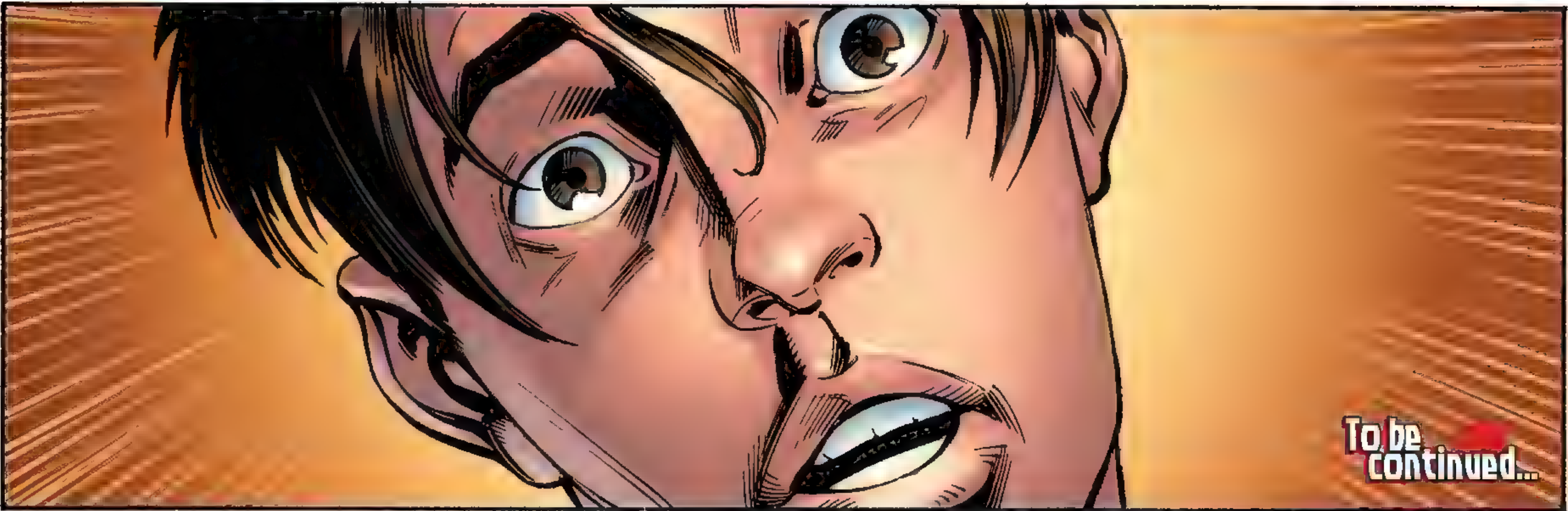
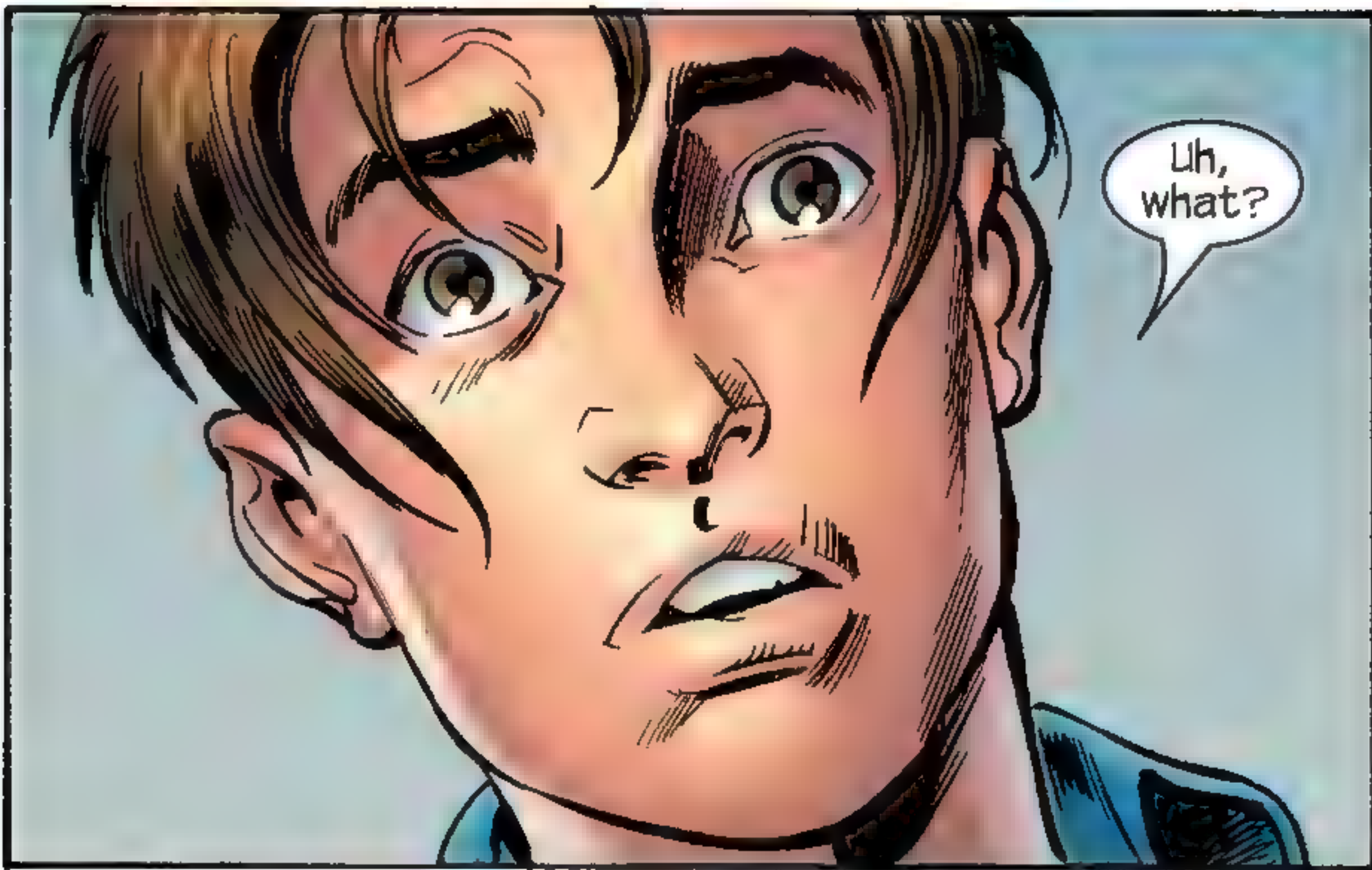
Hey, why'd you hang up like that?

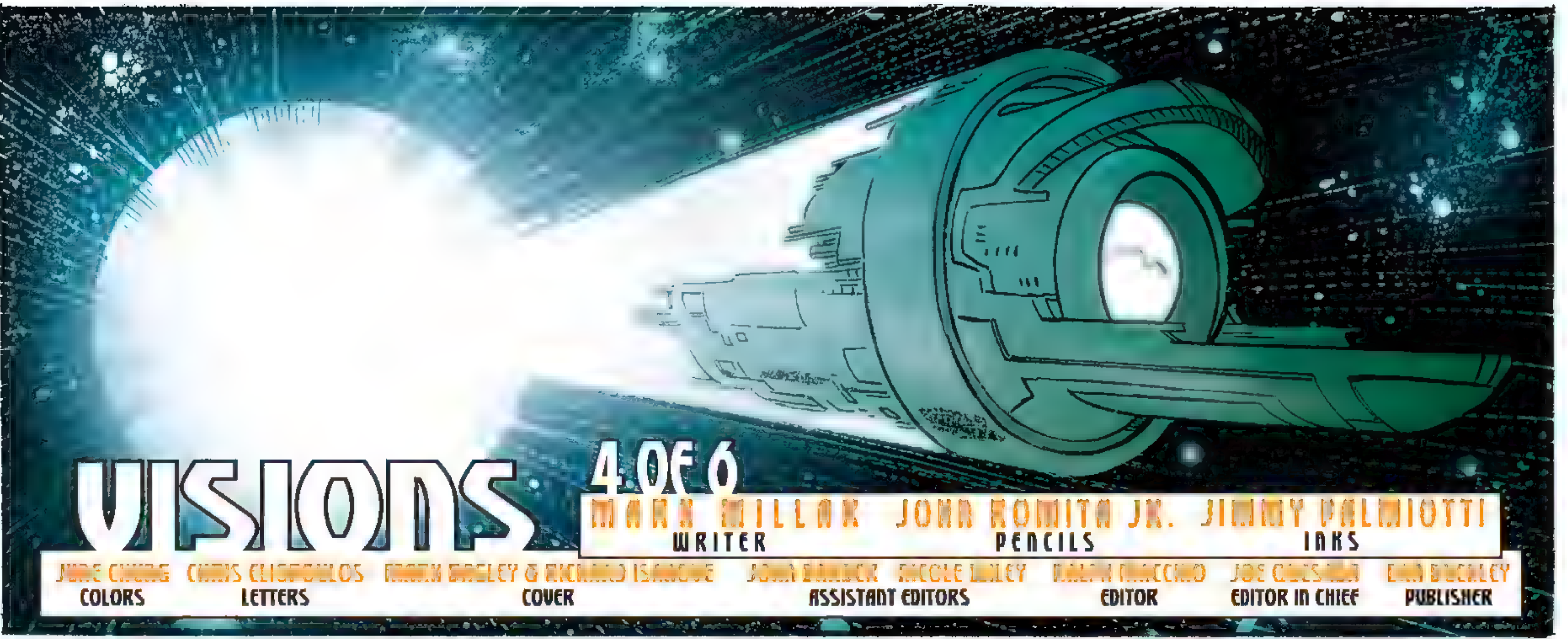


You had company.

Oh.







VISIONS

4 OF 6

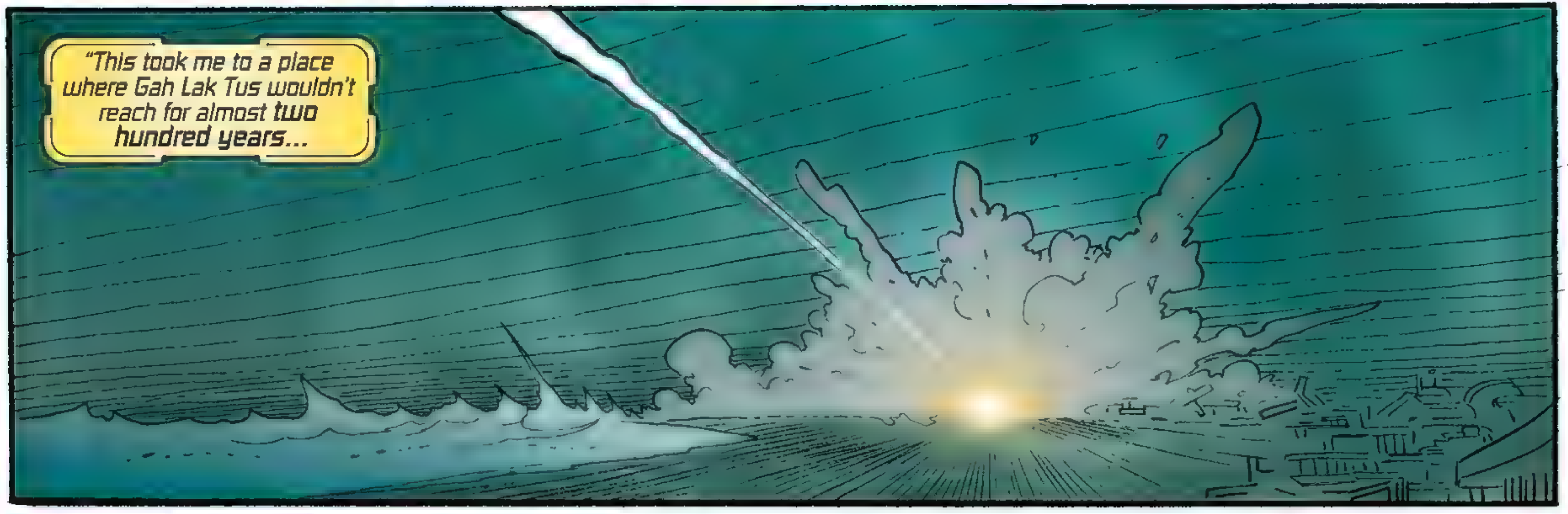
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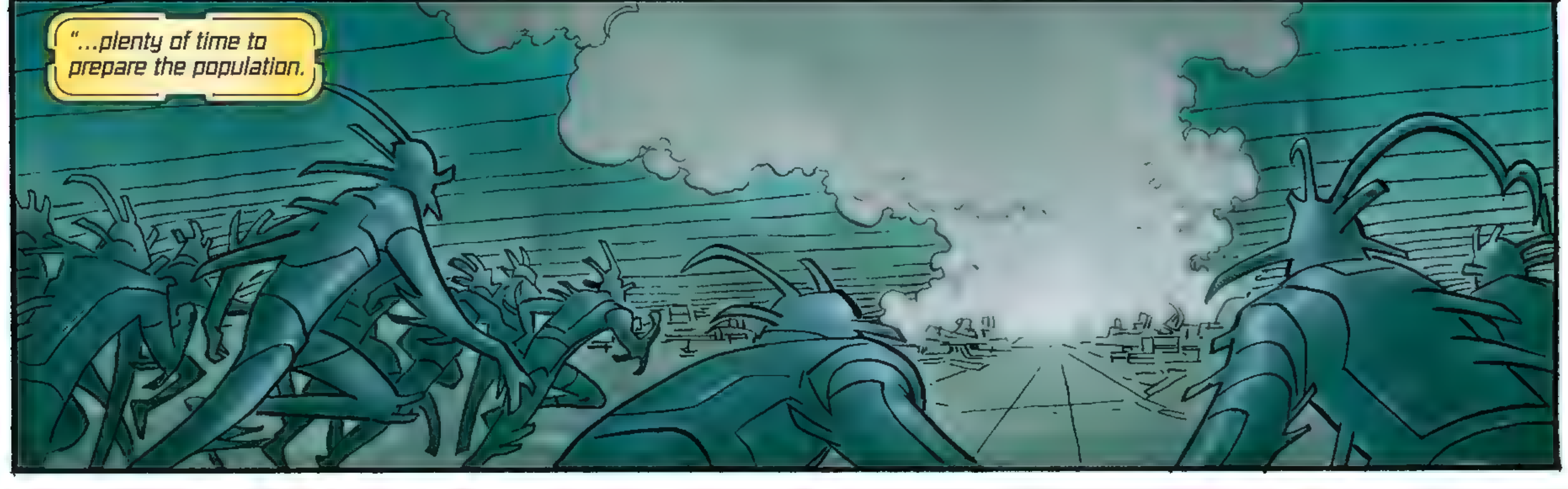


What's this? Is this you leaving their world behind, Vision?

Traveling at translight velocity through a series of wormholes we'd navigated shortly before blastoff, Dr. Wilson.

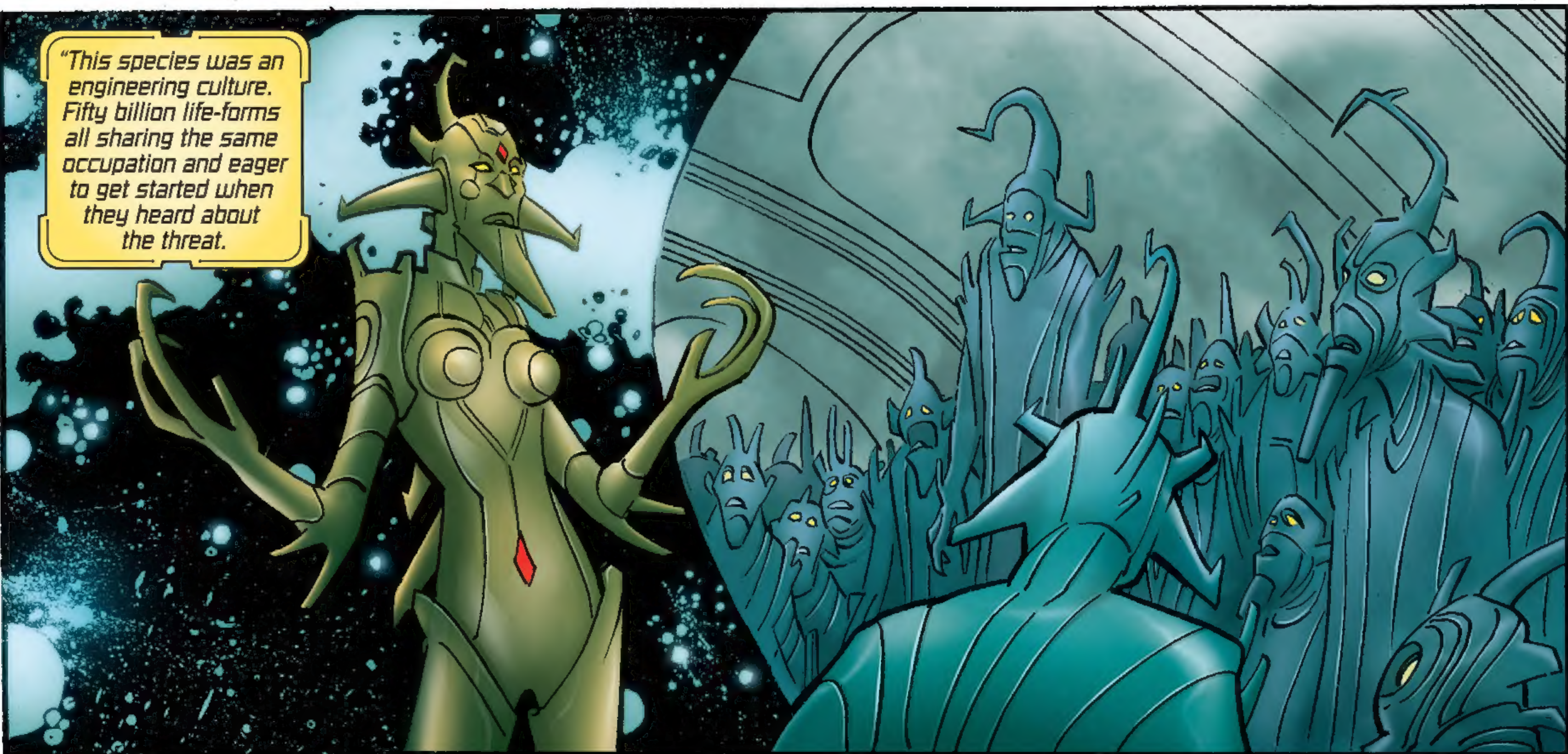


"This took me to a place where Gah Lak Tus wouldn't reach for almost two hundred years..."

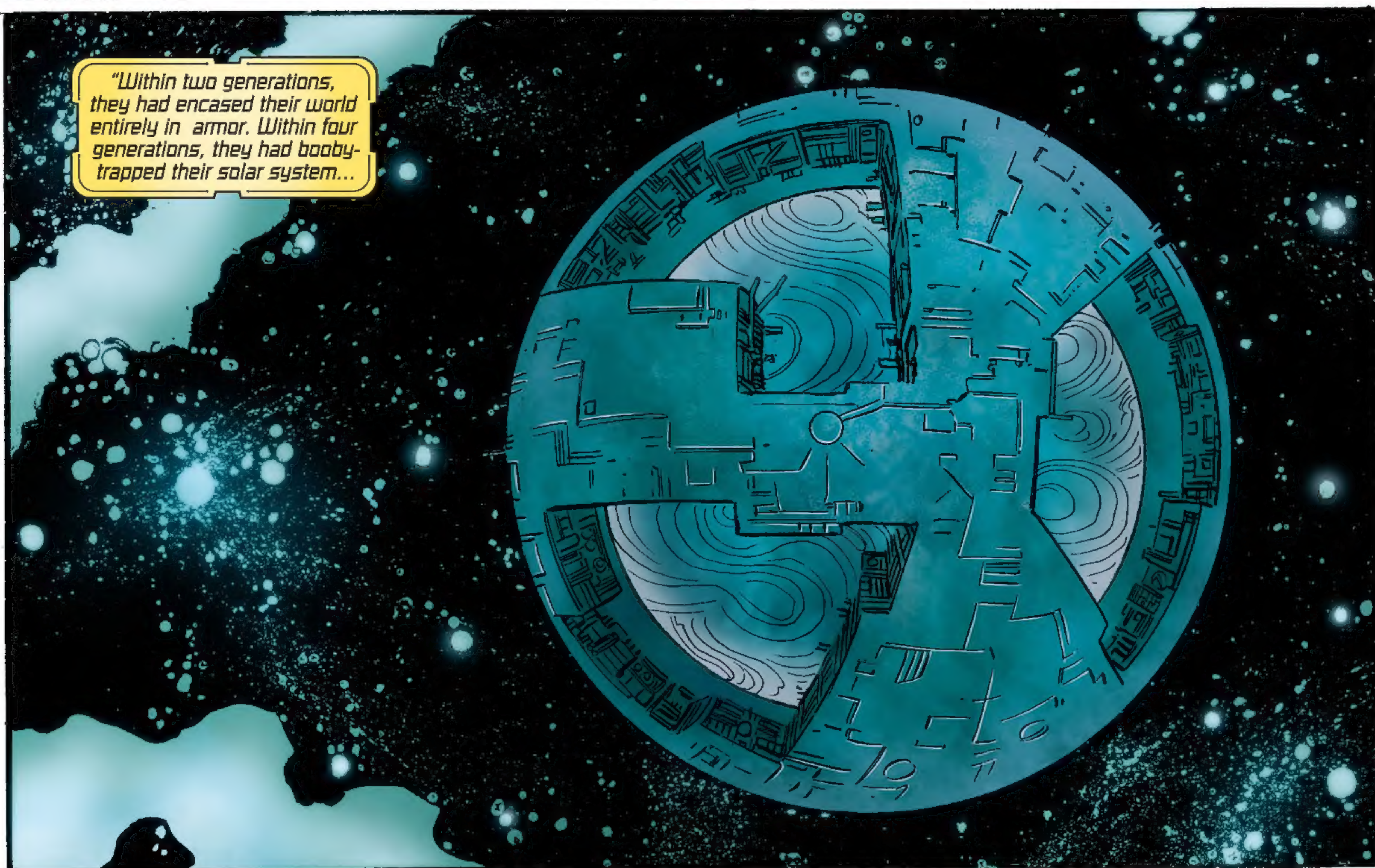


"...plenty of time to prepare the population."

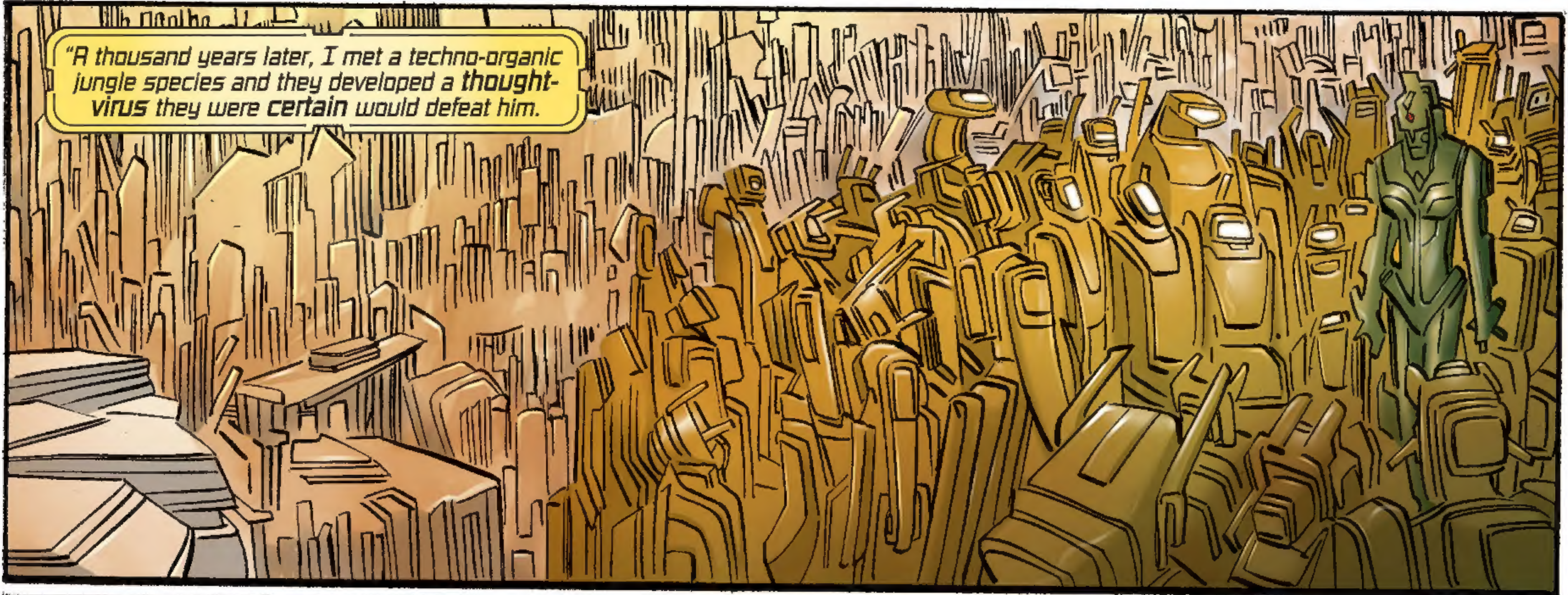
"This species was an engineering culture. Fifty billion life-forms all sharing the same occupation and eager to get started when they heard about the threat."



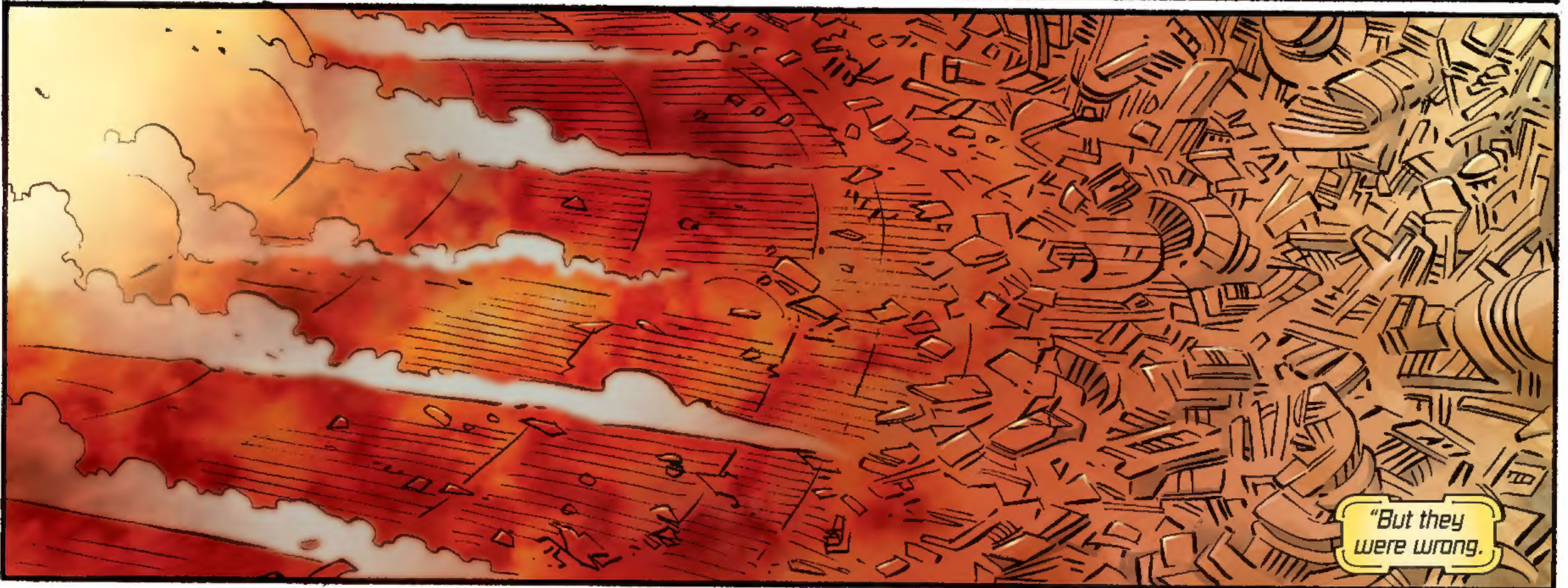
"Within two generations, they had encased their world entirely in armor. Within four generations, they had booby-trapped their solar system..."



"...but it still wasn't enough."



"A thousand years later, I met a techno-organic jungle species and they developed a thought-virus they were certain would defeat him."



"But they were wrong."



"Two million years after that, I helped transform a small cluster of reptilian mammals into a billion super-humans with the power to snuff out SUNS."



"But even they were gone in minutes."



Worlds comprised entirely of light, people made up of little more than sound and smells and thoughts...

I've been to the coldest, darkest corners of the universe and worlds so hot only arithmetical populations could live there.

And none survived?



Not one, Doctor Wilson.

Not a single one.



*I wonder if your world will be luckier than the **thousands** which have died before her?*



SON OF

ULTRAMAN